

Joshua A. Sussberg, P.C.  
Christopher Marcus, P.C.  
Christine A. Okike, P.C.  
Allyson B. Smith (admitted *pro hac vice*)  
**KIRKLAND & ELLIS LLP**  
**KIRKLAND & ELLIS INTERNATIONAL LLP**  
601 Lexington Avenue  
New York, New York 10022  
Telephone: (212) 446-4800  
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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:	)	
	)	Chapter 11
VOYAGER DIGITAL HOLDINGS, INC., <i>et al.</i> , <sup>1</sup>	)	
	)	Case No. 22-10943 (MEW)
Debtors.	)	
	)	(Jointly Administered)

**FOURTH MONTHLY FEE STATEMENT  
OF KIRKLAND & ELLIS LLP AND KIRKLAND &  
ELLIS INTERNATIONAL LLP FOR COMPENSATION  
FOR SERVICES AND REIMBURSEMENT OF EXPENSES  
AS COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION  
FOR THE PERIOD FROM OCTOBER 1, 2022 THROUGH OCTOBER 31, 2022**

Name of Applicant:	Kirkland & Ellis LLP and Kirkland & Ellis International LLP	
Applicant's Role in Case:	Counsel to Voyager Digital Holdings, Inc., <i>et al.</i>	
Date Order of Employment Signed:	August 4, 2022 [Docket No. 234]	
Time period covered by this statement:	Beginning of Period	End of Period <sup>2</sup>
	October 1, 2022	October 31, 2022

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Voyager Digital Holdings, Inc. (7687); Voyager Digital Ltd. (7224); and Voyager Digital, LLC (8013). The location of the Debtors' principal place of business is 33 Irving Place, Suite 3060, New York, NY 10003.

<sup>2</sup> This statement consists of fees and expenses from October 1, 2022, through October 31, 2022.

Summary of Total Fees and Expenses Requested:	
Total fees requested in this statement:	\$2,158,629.60 (80% of \$2,698,287.00)
Total expenses requested in this statement:	\$55,867.37
Total fees and expenses requested in this statement:	\$2,214,496.97
This is a(n): <input checked="" type="checkbox"/> Monthly Application <input type="checkbox"/> Interim Application <input type="checkbox"/> Final Application	

Pursuant to sections 327, 330, and 331 of chapter 11 of title 11 of the United States Code, Rule 2016 of the Federal Rules of Bankruptcy Procedure, Rule 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York, the *Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective as of July 5, 2022*, dated August 4, 2022 [Docket No. 234], and the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief*, dated August 4, 2022 [Docket No. 236] (the “Interim Compensation Order”), Kirkland & Ellis LLP and Kirkland & Ellis International LLP (together, “K&E”), counsel to the above-captioned debtors and debtors in possession (collectively, the “Debtors”), hereby submits this *Fourth Monthly Fee Statement of Kirkland & Ellis LLP and Kirkland & Ellis International LLP for Compensation for Services and Reimbursement of Expenses as Counsel to the Debtors and Debtors in Possession for the Period from October 1, 2022 through October 31, 2022* (this “Fee Statement”).<sup>3</sup> Specifically, K&E seeks: (i) interim allowance of \$2,698,287.00 for the reasonable compensation for actual, necessary legal services that K&E rendered to the Debtors during the Fee Period; (ii) compensation in the amount of \$2,158,629.60,

<sup>3</sup> The period from October 1, 2022, through and including October 31, 2022, is referred to herein as the “Fee Period.”

which is equal to 80% of the total amount of reasonable compensation for actual, necessary legal services that K&E incurred in connection with such services during the Fee Period (*i.e.*, \$2,698,287.00); (iii) allowance and payment of \$55,867.37 for the actual, necessary expenses that K&E incurred in connection with such services during the Fee Period.<sup>4</sup>

**Itemization of Services Rendered and Disbursements Incurred**

1. Attached hereto as **Exhibit A** is a schedule of the number of hours expended and fees incurred (on an aggregate basis) by K&E partners, associates, and paraprofessionals during the Fee Period with respect to each of the project categories K&E established in accordance with its internal billing procedures. As reflected in **Exhibit A**, K&E incurred \$2,698,287.00 in fees during the Fee Period. Pursuant to this Fee Statement, K&E seeks reimbursement for 80% of such fees (*i.e.*, \$2,158,629.60 in the aggregate).

2. Attached hereto as **Exhibit B** is a schedule of K&E professionals and paraprofessionals, including the standard hourly rate for each attorney and paraprofessional who rendered services to the Debtors in connection with these chapter 11 cases during the Fee Period and the title, hourly rate, aggregate hours worked, and the amount of fees earned by each professional. The blended hourly billing rate of attorneys for all services provided during the Fee Period is \$1,130.57.<sup>5</sup> The blended hourly billing rate of all paraprofessionals is \$409.01.<sup>6</sup>

3. Attached hereto as **Exhibit C** is a schedule for the Fee Period setting forth the total amount of payment sought with respect to each category of expenses for which K&E is seeking

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<sup>4</sup> K&E voluntarily reduced its fees by \$1,122.00 and its expenses by \$24.50 in the Fee Period. Consequently, K&E does not seek payment of these fees and expenses in this Fee Statement.

<sup>5</sup> The blended hourly billing rate of \$1,130.57 for attorneys is derived by dividing the total fees for attorneys of \$2,643,848.00 by the total hours of 2,338.50 for those same attorneys.

<sup>6</sup> The blended hourly billing rate of \$409.01 for paraprofessionals is similarly derived by dividing the total fees for paraprofessionals of \$54,439.00 by the total hours of 133.10 for these same paraprofessionals.

payment in this Fee Statement. All of these disbursements comprise the requested sum for K&E's out-of-pocket expenses, which total \$55,867.37.

4. Attached hereto as **Exhibit D** are the time records of K&E, which provide a daily summary of the time spent by each K&E professional during the Fee Period as well as an itemization of expenses by project category.

**Notice**

5. The Debtors will provide notice of this Fee Statement in accordance with the Interim Compensation Order. A copy of this Fee Statement is also available on the website of the Debtors' claims, noticing, and solicitation agent at <https://cases.stretto.com/Voyager>. The Debtors submit that no other or further notice be given.

*[Remainder of page intentionally left blank.]*

WHEREFORE, K&E, in connection with services rendered on behalf of the Debtors, respectfully requests: (i) interim allowance of \$2,698,287.00 for the reasonable and necessary legal services that K&E rendered to the Debtors during the Fee Period; (ii) compensation in the amount of \$2,158,629.60, which is equal to 80% of the total amount of compensation sought for reasonable and necessary legal services that K&E rendered to the Debtors (*i.e.*, \$2,698,287.00); and (iii) allowance and payment of \$55,867.37 for the actual and necessary expenses that K&E incurred in connection with such services during the Fee Period.

Dated: December 2, 2022  
New York, New York

*/s/ Joshua A. Sussberg*

**KIRKLAND & ELLIS LLP**

**KIRKLAND & ELLIS INTERNATIONAL LLP**

Joshua A. Sussberg, P.C.

Christopher Marcus, P.C.

Christine A. Okike, P.C.

Allyson B. Smith (admitted *pro hac vice*)

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*Counsel to the Debtors and Debtors in Possession*

**Exhibit A**

**Statement of Fees and Expenses By Project Category**

MATTER NUMBER	MATTER DESCRIPTION	HOURS	FEES	EXPENSES	TOTAL AMOUNT OF FEES AND EXPENSES
3	Adversary Proceeding & Contested Matts.	386.40	\$449,261.50	\$0.00	\$449,261.50
4	Automatic Stay Matters	9.00	\$13,167.00	\$0.00	\$13,167.00
5	Business Operations	6.40	\$9,807.50	\$0.00	\$9,807.50
6	Case Administration	87.90	\$71,383.00	\$0.00	\$71,383.00
7	Cash Management and DIP Financing	31.10	\$33,240.00	\$0.00	\$33,240.00
8	Customer and Vendor Communications	25.20	\$23,867.00	\$0.00	\$23,867.00
9	Claims Administration and Objections	148.80	\$147,005.50	\$0.00	\$147,005.50
10	Official Committee Matters and Meetings	14.20	\$18,766.50	\$0.00	\$18,766.50
11	Use, Sale, and Disposition of Property	251.30	\$285,829.50	\$0.00	\$285,829.50
12	Corp., Governance, & Securities Matters	26.60	\$36,710.50	\$0.00	\$36,710.50
13	Employee Matters	5.20	\$7,110.50	\$0.00	\$7,110.50
14	Executory Contracts and Unexpired Leases	3.50	\$3,205.00	\$0.00	\$3,205.00
15	SOFAs and Schedules	2.50	\$2,635.50	\$0.00	\$2,635.50
16	Hearings	110.80	\$125,901.00	\$0.00	\$125,901.00
17	Insurance and Surety Matters	16.60	\$23,795.00	\$0.00	\$23,795.00
18	Disclosure Statement, Plan, Confirmation	1,101.00	\$1,212,832.50	\$0.00	\$1,212,832.50
19	K&E Retention and Fee Matters	137.10	\$122,504.50	\$0.00	\$122,504.50
20	Non-K&E Retention and Fee Matters	45.80	\$36,788.50	\$0.00	\$36,788.50
21	Tax Matters	35.50	\$47,051.50	\$0.00	\$47,051.50
23	U.S. Trustee Communications & Reporting	8.60	\$7,988.00	\$0.00	\$7,988.00
24	Expenses	0.00	\$0.00	\$55,867.37	\$55,867.37
25	Regulatory	18.10	\$19,437.00	\$0.00	\$19,437.00
<b>Totals</b>		<b>2,471.60</b>	<b>\$2,698,287.00</b>	<b>\$55,867.37</b>	<b>\$2,754,154.37</b>

**Exhibit B**

**Attorneys' and Paraprofessionals' Information**



The K&E attorneys who rendered professional services in these cases during the Fee Period

are:

ATTORNEY	POSITION WITH THE APPLICANT	YEAR ADMITTED	DEPARTMENT	HOURLY BILLING RATE	TOTAL BILLED HOURS	TOTAL COMPENSATION
Olivia Acuna	Associate	2021	Restructuring	\$910.00	150.30	\$136,773.00
Nicholas Adzima	Associate	2019	Restructuring	\$1,115.00	303.40	\$338,291.00
Ziv Ben-Shahar	Associate	2022	Restructuring	\$660.00	47.30	\$31,218.00
Cade C. Boland	Associate	2021	Litigation - General	\$900.00	32.20	\$28,980.00
Erica D. Clark	Associate	2019	Restructuring	\$1,115.00	16.10	\$17,951.50
Nikki Gavey	Associate	2021	Restructuring	\$1,035.00	56.80	\$58,788.00
Kim Hill	Associate	2021	Litigation - General	\$775.00	9.10	\$7,052.50
Emma Horne	Associate	2021	Litigation - General	\$775.00	1.00	\$775.00
Aleschia D. Hyde	Associate	2021	Litigation - General	\$900.00	46.90	\$42,210.00
Meena Kandallu	Associate	2022	Taxation	\$695.00	3.20	\$2,224.00
Tom Kotlowski	Associate	2020	ECEB - Executive Compensation	\$910.00	0.70	\$637.00
Erika Krum	Associate	2021	International Trade	\$910.00	1.10	\$1,001.00
Wes Lord	Associate	-	Restructuring	\$660.00	61.30	\$40,458.00
Melissa Mertz	Associate	2021	Restructuring	\$910.00	212.60	\$193,466.00
Aidan S. Murphy	Associate	2018	Corporate - M&A/Private Equity	\$1,170.00	0.50	\$585.00
Oliver Pare	Associate	2021	Restructuring	\$910.00	49.80	\$45,318.00
Zak Piech	Associate	2022	Restructuring	\$660.00	44.20	\$29,172.00
Adrian Salmen	Associate	2021	Restructuring	\$795.00	30.10	\$23,929.50
Gelareh Sharafi	Associate	-	Restructuring	\$660.00	23.50	\$15,510.00
Evan Swager	Associate	2020	Restructuring	\$1,035.00	191.10	\$197,788.50
Claire Terry	Associate	2021	Restructuring	\$910.00	33.30	\$30,303.00
Sal Trinchetto	Associate	2021	Corporate - General	\$795.00	12.40	\$9,858.00
Lindsay Wasserman	Associate	2021	Restructuring	\$910.00	32.80	\$29,848.00
Katie J. Welch	Associate	2018	Litigation - General	\$1,035.00	29.20	\$30,222.00
Rachel Young	Associate	-	Restructuring	\$660.00	60.40	\$39,864.00
Bob Allen, P.C.	Partner	2021	Litigation - General	\$1,425.00	4.50	\$6,412.50
Steven M. Cantor	Partner	2017	Taxation	\$1,305.00	15.10	\$19,705.50
Zac Ciullo	Partner	2014	Litigation - General	\$1,155.00	42.80	\$49,434.00
Yates French	Partner	2008	Litigation - General	\$1,310.00	42.00	\$55,020.00
Susan D. Golden	Partner	1988	Restructuring	\$1,315.00	9.90	\$13,018.50
Luci Hague	Partner	2015	International Trade	\$1,235.00	2.80	\$3,458.00
Richard U. S. Howell, P.C.	Partner	2006	Litigation - General	\$1,435.00	71.40	\$102,459.00
Eduardo Miro Leal	Partner	2015	Corporate - M&A/Private Equity	\$1,235.00	11.50	\$14,202.50
Mario Mancuso, P.C.	Partner	1997	International Trade	\$1,830.00	1.80	\$3,294.00
Christopher Marcus, P.C.	Partner	2000	Restructuring	\$1,845.00	59.80	\$110,331.00
Jeffery S. Norman, P.C.	Partner	1992	Technology & IP Transactions	\$1,775.00	0.80	\$1,420.00
Christine A. Okike, P.C.	Partner	2009	Restructuring	\$1,640.00	189.50	\$310,780.00

ATTORNEY	POSITION WITH THE APPLICANT	YEAR ADMITTED	DEPARTMENT	HOURLY BILLING RATE	TOTAL BILLED HOURS	TOTAL COMPENSATION
Anne G. Peetz	Partner	2014	Corporate - Capital Markets	\$1,260.00	0.80	\$1,008.00
William T. Pruitt	Partner	2004	Litigation - General	\$1,375.00	13.60	\$18,700.00
Noah Qiao	Partner	2015	Corporate - Investment Funds	\$1,295.00	0.40	\$518.00
Anthony Vincenzo Sexton	Partner	2011	Taxation	\$1,490.00	12.00	\$17,880.00
Michael B. Slade	Partner	1999	Litigation - General	\$1,645.00	100.00	\$164,500.00
Allyson B. Smith	Partner	2017	Restructuring	\$1,235.00	217.70	\$268,859.50
Josh Sussberg, P.C.	Partner	2004	Restructuring	\$1,845.00	22.80	\$42,066.00
Steve Toth	Partner	2005	Corporate - M&A/Private Equity	\$1,430.00	12.00	\$17,160.00
Kate Vera, P.C.	Partner	2016	ECEB - Executive Compensation	\$1,425.00	0.30	\$427.50
Nick Wasdin	Partner	2012	Litigation - General	\$1,230.00	57.70	\$70,971.00
<b>TOTALS FOR ATTORNEYS</b>					<b>2,338.50</b>	<b>\$2,643,848.00</b>

The paraprofessionals of K&E who rendered professional services in these cases during the Fee Period are:

PARAPROFESSIONAL	POSITION OF THE APPLICANT	DEPARTMENT	HOURLY BILLING RATE	TOTAL BILLED HOURS	TOTAL COMPENSATION
Jacqueline Hahn	Junior Paralegal	Restructuring	295.00	18.50	\$5,457.50
Abbie Holtzman	Junior Paralegal	Litigation - General	265.00	1.30	\$344.50
Danielle Walker	Junior Paralegal	Restructuring	295.00	1.70	\$501.50
Lydia Yale	Junior Paralegal	Restructuring	295.00	21.50	\$6,342.50
Megan Bowsher	Paralegal	Litigation - General	365.00	8.50	\$3,102.50
Meghan E. Guzaitis	Paralegal	Litigation - General	480.00	18.50	\$8,880.00
Laura Saal	Paralegal	Restructuring	480.00	55.80	\$26,784.00
Morgan Willis	Paralegal	Restructuring	365.00	1.10	\$401.50
Library Business Research	Support Staff	Administrative Mgt - Office	405.00	0.50	\$202.50
Kent Zee	Support Staff	Litigation & Practice Tech	425.00	5.70	\$2,422.50
<b>TOTALS FOR PARAPROFESSIONALS</b>				<b>133.10</b>	<b>\$54,439.00</b>

**TOTAL FEES REQUESTED FOR ATTORNEYS AND PARAPROFESSIONALS**

**\$2,698,287.00**

**Exhibit C**

**Summary of Actual and Necessary Expenses for the Fee Period**

EXPENSE CATEGORY	AMOUNT
Third Party Telephone Charges	\$299.98
Standard Copies or Prints	\$184.80
Color Copies or Prints	\$551.10
Scanned Images	\$0.00
Court Reporter Fee/Deposition	\$190.00
Other Court Costs and Fees	\$45,468.59
Professional Fees	\$4,715.00
Investigators	\$1,500.00
Other Trial Expenses	\$296.45
Outside Retrieval Service	\$943.80
Computer Database Research	\$1,141.60
Overtime Transportation	\$364.46
Overtime Meals - Attorney	\$140.00
Document Services Overtime	\$0.00
Overnight Delivery - Hard	\$71.59
<b>TOTAL</b>	<b>\$55,867.37</b>

**Exhibit D**

**Detailed Description of Time Records and Expenses**

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

December 2, 2022

Voyager Digital Ltd.  
33 Irving Place, Suite 3060  
New York, NY 10003

Attn: David Brosgol

**Invoice Number: 1050069642**

**Client Matter: 53320-3**

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**In the Matter of Adversary Proceeding & Contested Matts.**

For legal services rendered through October 31, 2022  
(see attached Description of Legal Services for detail)

\$ 449,261.50

Total legal services rendered

\$ 449,261.50

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069642

Voyager Digital Ltd.

Matter Number:

53320-3

Adversary Proceeding &amp; Contested Matts.

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Bob Allen, P.C.	4.50	1,425.00	6,412.50
Cade C. Boland	32.20	900.00	28,980.00
Megan Bowsher	7.40	365.00	2,701.00
Zac Ciullo	32.70	1,155.00	37,768.50
Yates French	42.00	1,310.00	55,020.00
Nikki Gavey	3.70	1,035.00	3,829.50
Susan D. Golden	2.40	1,315.00	3,156.00
Meghan E. Guzaitis	15.30	480.00	7,344.00
Kim Hill	6.30	775.00	4,882.50
Abbie Holtzman	0.80	265.00	212.00
Emma Horne	1.00	775.00	775.00
Richard U. S. Howell, P.C.	25.40	1,435.00	36,449.00
Aleschia D. Hyde	46.40	900.00	41,760.00
Wes Lord	2.40	660.00	1,584.00
Christopher Marcus, P.C.	7.20	1,845.00	13,284.00
Melissa Mertz	0.30	910.00	273.00
Christine A. Okike, P.C.	2.10	1,640.00	3,444.00
Laura Saal	4.60	480.00	2,208.00
Michael B. Slade	50.90	1,645.00	83,730.50
Allyson B. Smith	6.60	1,235.00	8,151.00
Josh Sussberg, P.C.	4.70	1,845.00	8,671.50
Nick Wasdin	54.80	1,230.00	67,404.00
Katie J. Welch	28.40	1,035.00	29,394.00
Kent Zee	4.30	425.00	1,827.50
<b>TOTALS</b>	<b>386.40</b>		<b>\$ 449,261.50</b>



Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Adversary Proceeding & Contested Matts.

Invoice Number: 1050069642  
 Matter Number: 53320-3

### **Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
10/02/22	Michael B. Slade	0.40	Correspond with J. Sussberg, K&E team re conflict waiver.
10/03/22	Cade C. Boland	8.00	Draft motion to dismiss re Giacobbe complaint.
10/03/22	Zac Ciullo	0.10	Correspond with M. Slade re internal Voyager documents for discovery requests.
10/03/22	Yates French	4.00	Draft, coordinate response to outstanding discovery items.
10/03/22	Richard U. S. Howell, P.C.	1.80	Conferences with A. Smith, K&E team re strategy for hearings and potential litigation issues (.8); prepare for same (.4); prepare correspondence re same (.6).
10/03/22	Michael B. Slade	0.40	Telephone conference with Company re letter (.2); analyze issues re same (.2).
10/03/22	Allyson B. Smith	0.80	Correspond with R. Howell, K&E team re litigation strategy and open issues.
10/04/22	Megan Bowsher	0.80	Research workspace for board materials produced (.5); compile the documents for attorney review (.3).
10/04/22	Zac Ciullo	1.40	Conference with K&E team re SEC subpoena and case strategy (.7); telephone conferences with N. Wasdin re strategy for responding to SEC subpoena for documents (.2); coordinate production of responsive documents (.2); draft cover letter for production (.3).
10/04/22	Meghan E. Guzaitis	1.20	Compile SEC documents produced by K&E to Paul Hastings (.4); post documents (.3); compile production documents for attorney review in fact development (.5).
10/04/22	Richard U. S. Howell, P.C.	0.50	Review and provide comments to draft documents.
10/04/22	Richard U. S. Howell, P.C.	1.00	Video conferences with A. Smith re open restructuring and potential litigation issue.
10/04/22	Aleschia D. Hyde	0.50	Video conference with K&E team re work streams.
10/04/22	Christopher Marcus, P.C.	0.30	Review 3AC updates.

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Adversary Proceeding & Contested Matts.

Invoice Number: 1050069642  
 Matter Number: 53320-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/04/22	Michael B. Slade	2.50	Telephone conference with C. Okike, K&E team re risk committee (.5); telephone conference with K&E team re next steps (.5); review opposition to brief and cases cited in same (1.5).
10/04/22	Josh Sussberg, P.C.	0.60	Telephone conference with S. Ehrlich, counsel and M. Slade re investigation status and next steps (.5); correspond with same re status (.1).
10/04/22	Nick Wasdin	0.80	Draft protocol for upcoming document review and production to SEC (.7); conference with Z. Ciullo re same (.1).
10/04/22	Nick Wasdin	1.30	Review SEC subpoena and related document productions and prepare for team meeting re same.
10/04/22	Nick Wasdin	0.70	Conference with M. Slade, R. Howell, Y. French and Z. Ciullo re case status and outstanding litigation issues.
10/04/22	Nick Wasdin	0.10	Conference with Z. Ciullo re document production issues.
10/05/22	Zac Ciullo	0.10	Telephone conference with N. Wasdin re SEC subpoena for documents.
10/05/22	Aleschia D. Hyde	1.60	Analyze issues re composition governance re litigation issues.
10/05/22	Michael B. Slade	0.40	Review and revise letter.
10/05/22	Nick Wasdin	2.80	Draft summary of special committee investigation.
10/05/22	Nick Wasdin	2.50	Review documents for production to the SEC.
10/05/22	Katie J. Welch	0.50	Review and analyze objection to motion to extend automatic stay in adversary proceeding.
10/06/22	Cade C. Boland	1.70	Revise motion to dismiss re Giacobbe and send draft to Y. French and M. Slade.
10/06/22	Meghan E. Guzaitis	2.50	Research questions re various produced documents to SEC (.5); compile documents for attorney review in fact development (1.1); quality control production documents (.5); produce documents re same (.4).
10/06/22	Richard U. S. Howell, P.C.	1.70	Draft and review correspondence re open litigation and restructuring issues (1.2); review materials re same (.5).

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Adversary Proceeding & Contested Matts.

Invoice Number: 1050069642  
 Matter Number: 53320-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/06/22	Michael B. Slade	1.70	Telephone conference with counsel for special committee and counsel for S. Ehrlich (.6); review opposition brief and begin drafting reply re same (1.1).
10/06/22	Allyson B. Smith	0.40	Prepare for and participate in CCAA hearing.
10/06/22	Nick Wasdin	7.00	Review documents for production to the SEC.
10/06/22	Katie J. Welch	0.50	Review and analyze objection to motion to extend automatic stay.
10/06/22	Kent Zee	1.80	Review and analyze final productions set (1.7); correspond with M. Guzaitis re same (.1).
10/07/22	Megan Bowsher	0.30	Review productions (.2); revise production tracker re same (.1).
10/07/22	Megan Bowsher	0.30	Organize case materials.
10/07/22	Zac Ciullo	0.40	Telephone conference with N. Wasdin re SEC subpoena for documents.
10/07/22	Yates French	4.00	Prepare for and attend meeting with N. Wasdin, K&E team re litigation updates (.5); prepare for same (.1); coordinate response to discovery items (3.4).
10/07/22	Richard U. S. Howell, P.C.	1.20	Video conferences re open litigation and restructuring issues.
10/07/22	Richard U. S. Howell, P.C.	0.60	Review and provide comments to draft materials.
10/07/22	Aleschia D. Hyde	0.50	Research articles re 3AC.
10/07/22	Christopher Marcus, P.C.	1.40	Telephone conference with UCC re 3AC issues.
10/07/22	Christine A. Okike, P.C.	0.50	Telephone conference with M. Slade, K&E team re special committee investigation.
10/07/22	Michael B. Slade	2.50	Telephone conference re response to letter (.4); draft same (.9); telephone conference re litigation and restructuring team coordination (.4); telephone conference with SEC and review, analyze document production re same (.8).
10/07/22	Allyson B. Smith	0.50	Telephone conference with C. Okike, K&E team re upcoming litigation filings, hearings.
10/07/22	Nick Wasdin	8.70	Review documents for production to the SEC (6.3); correspond with A. Hyde, K&E team and document vendor re same (2.4).
10/07/22	Nick Wasdin	0.20	Review draft narrative re lending program and diligence issues.

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10/07/22	Nick Wasdin	0.40	Conference with M. Slade, C. Okike and A. Smith re litigation case strategy.
10/08/22	Josh Sussberg, P.C.	0.20	Correspond with A. Smith, K&E team re special committee investigation and next steps.
10/09/22	Richard U. S. Howell, P.C.	1.00	Draft correspondence and other materials re open restructuring and potential litigation issues.
10/09/22	Michael B. Slade	1.30	Telephone conference with J. Sussberg and counsel for special committee (.5); telephone conference with Day Pitney re case status, updates (.3); correspondence re diligence requests and review same (.1); review materials re CFTC, SES, other requests (.4).
10/09/22	Josh Sussberg, P.C.	0.50	Telephone conference with M. Slade and Quinn Emanuel re investigation status.
10/09/22	Katie J. Welch	2.80	Draft reply in support of motion to extend automatic stay.
10/10/22	Megan Bowsher	0.60	Compile produced versions of documents from database for attorney review.
10/10/22	Zac Ciullo	10.90	Telephone conference with N. Wasdin re strategy for document review and production to SEC (.3); analyze SEC document subpoena for requests (.4); telephone conference with M. Slade re same (.1); telephone conference with Sandline vendor re same (.1); determine relevant document universe and analyze documents to determine responsiveness and privilege issues for production to the SEC (10.0).
10/10/22	Meghan E. Guzaitis	1.90	Research data questions re various produced documents (.5); prepare for telephone conference with K&E team re document collection (.3); compile production documents for attorney review in fact development (1.1).
10/10/22	Kim Hill	0.50	Video conference with A. Hyde, K&E team re litigation strategy.
10/10/22	Richard U. S. Howell, P.C.	2.50	Draft correspondence re open litigation and settlement issues (1.2); attend telephone conferences re same (1.0); prepare for same (.3).
10/10/22	Richard U. S. Howell, P.C.	0.50	Review and provide comments to draft pleadings.

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10/10/22	Aleschia D. Hyde	5.00	Research state statutes re securities for adversary proceeding (4.5); video conference with K. Hill, K&E team re litigation workstreams (.5).
10/10/22	Michael B. Slade	1.90	Conference with A. Hyde, K&E team re litigation, next steps (.4); telephone conference re SEC subpoena (.3); analyze issues re same (.5); telephone conference with counsel for class action plaintiffs (.2); review, analyze new proposed amended complaint (.5).
10/10/22	Nick Wasdin	0.20	Correspond with Paul Hastings re production of documents to government agencies.
10/10/22	Nick Wasdin	0.30	Conference with Z. Ciullo re production of documents to SEC.
10/10/22	Nick Wasdin	0.50	Conference with M. Slade, R. Howell and Z. Ciullo re litigation issues, case status.
10/10/22	Nick Wasdin	1.50	Review documents for production to the SEC (.9); correspond with Y. French, K&E team and document vendor re same (.6).
10/10/22	Katie J. Welch	4.50	Draft reply in support of motion to extend automatic stay in adversary proceeding.
10/11/22	Zac Ciullo	10.10	Analyze Alameda-related documents to determine responsiveness and privilege issues for production to the SEC.
10/11/22	Zac Ciullo	0.10	Video conference with Company re additional document collections.
10/11/22	Yates French	2.00	Draft, coordinate response to creditor objections and adversary proceedings.
10/11/22	Nikki Gavey	0.60	Analyze issues re letter filed on docket (.2); correspond with A. Smith, K&E team, Company re same (.4).
10/11/22	Meghan E. Guzaitis	0.60	Telephone conference with D. Brosgol, Company re documents to be sent to vendor for processing (.3); telephone conference with vendor re documents to be processed (.3).
10/11/22	Richard U. S. Howell, P.C.	2.20	Prepare for and attend multiple video conferences re upcoming hearings, pleadings and ongoing settlement negotiations (1.5); prepare and review correspondence re same (.7).
10/11/22	Richard U. S. Howell, P.C.	0.20	Review documents for production.

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10/11/22	Richard U. S. Howell, P.C.	0.30	Review and provide comments to draft pleadings.
10/11/22	Michael B. Slade	0.50	Telephone conference with Brown Rudnick re Miami lawsuit.
10/11/22	Josh Sussberg, P.C.	0.10	Telephone conference with D. Brosgol re status.
10/11/22	Nick Wasdin	3.20	Review documents for production to the SEC (2.9); correspond with Y. French, K&E team and document vendor re same (.3).
10/12/22	Cade C. Boland	0.10	Determine applicable deadlines re Giacobbe MTD and review revised motion to dismiss.
10/12/22	Megan Bowsher	0.20	Review Voyager production (.1); revise production tracker re same (.1).
10/12/22	Zac Ciullo	7.80	Analyze documents to determine responsiveness and privilege issues for production to the SEC and conduct quality control review over production (7.7); conference with M. Slade re same (.1).
10/12/22	Zac Ciullo	0.10	Correspond with Day Pitney re signed protective order.
10/12/22	Yates French	11.00	Review and revise draft reply brief (5.1); research re committee objections (5.9).
10/12/22	Nikki Gavey	1.70	Analyze issues re A. Niman letter (.2); correspond with A. Smith, K&E team, Company re same (.3); telephone conference with A. Niman re same (1.1); telephone conference with G. Williams re same (.1).
10/12/22	Meghan E. Guzaitis	1.10	Prepare documents for production (.2); conference with vendor re document production of specific select documents (.4); compile production documents for attorney review in fact development (.5).
10/12/22	Richard U. S. Howell, P.C.	0.80	Draft correspondence re open litigation and restructuring issues.
10/12/22	Michael B. Slade	5.70	Telephone conference with counsel for special committee re investigation (.4); draft, revise reply brief (3.4); review and revise stipulation (.6); revise motion to dismiss (.9); correspondence re financial disclosures (.4).
10/12/22	Josh Sussberg, P.C.	0.50	Telephone conference with Quinn Emmanuel, J. Frizzley and M. Slade re investigation status (.2); telephone conference with D. Brosgol re investigation and next steps (.3).

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10/12/22	Nick Wasdin	2.80	Review documents for production to the SEC (2.4); correspond with Y. French, K&E team and document vendor re same (.4).
10/12/22	Nick Wasdin	0.30	Conference with M. Slade re production of documents to SEC and draft summary re same.
10/13/22	Megan Bowsher	0.60	Review, revise debtors' motion to extend automatic stay for attorney review.
10/13/22	Megan Bowsher	0.30	Organize case materials.
10/13/22	Zac Ciullo	0.40	Draft cover letter for document production to SEC.
10/13/22	Yates French	9.00	Draft response to creditor objections and adversary proceedings.
10/13/22	Meghan E. Guzaitis	1.50	Conference with vendor re documents for processing and review (.4); prepare documents for production to SEC (.5); compile production documents for attorney review (.6).
10/13/22	Richard U. S. Howell, P.C.	0.50	Review and provide comments to draft materials.
10/13/22	Richard U. S. Howell, P.C.	0.30	Review materials re potential settlement.
10/13/22	Wes Lord	2.40	Research and analyze issues re objection and adversary proceeding (2.0); draft summary re same (.4).
10/13/22	Christopher Marcus, P.C.	1.50	Attend 3AC Committee meeting.
10/13/22	Christine A. Okike, P.C.	1.30	Review response to Giocobbe adversary proceeding (.6); review response to Robertson adversary proceeding (.6); telephone conference with Y. French re same (.1).
10/13/22	Michael B. Slade	4.50	Telephone conference with witness and attorney (.8); telephone conference with counsel for special committee re investigation (.5); telephone conference with Day Pitney re status, updates (.3); review and revise reply brief (1.2); research issues re same (.9); telephone conference with SEC (.4); analyze document production re same (.4).
10/13/22	Allyson B. Smith	1.50	Attend 3AC committee meeting.
10/13/22	Josh Sussberg, P.C.	0.80	Correspond re investigation status (.3); telephone conference with M. Slade re same (.2); correspond with Quinn Emanuel re investigation (.3).

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10/13/22	Katie J. Welch	1.70	Draft motion to file sponsorship agreement under seal.
10/13/22	Katie J. Welch	6.50	Draft reply in support of motion to extend automatic stay re adversary proceedings.
10/13/22	Kent Zee	1.20	Review and analyze final production set.
10/14/22	Cade C. Boland	3.00	Revise, finalize and coordinate filing of Giacobbe motion to dismiss and accompanying documents (2.4); research re avoidance of insurance transactions (.6).
10/14/22	Megan Bowsher	3.80	Review, revise sponsorship agreement and reply in support of debtors' motion to extend automatic stay for attorney review.
10/14/22	Zac Ciullo	0.50	Coordinate document production to SEC.
10/14/22	Yates French	8.00	Prepare for and attend conference with K. Hill, K&E team re updates (.7); prepare for same (.7); review and revise draft pleadings related to Robertson adversary (6.6).
10/14/22	Susan D. Golden	1.10	Review draft motion to dismiss Giacobbe complaint (.4); review relevant local and bankruptcy rules re same (.2); correspond with C. Boland with comments to same (.2); review stipulation extending time to respond to complaint (.1); telephone conference with F. Yates re same (.2).
10/14/22	Meghan E. Guzaitis	0.80	Conference with vendor re documents to be processed (.4); submit production to SEC (.4).
10/14/22	Aleschia D. Hyde	5.00	Research case law re shareholder derivatives (3.0); video conference with K. Hill, K&E team re shareholder derivative objection responses (.5); analyze UCC claims in objections to releases (1.5).
10/14/22	Laura Saal	3.00	Compile filing version of reply (.4); correspond with K. Welch re same (.2); prepare for and file reply in support of extending automatic stay in Robertson adversary proceeding (2.4).
10/14/22	Michael B. Slade	1.60	Telephone conferences re potential settlement and correspondence re same (1.4); revise motion to dismiss brief (.2).
10/14/22	Josh Sussberg, P.C.	0.30	Correspond with M. Slade, K&E team re settlement agreement status (.2); telephone conference with M. Slade re same (.1).



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10/14/22	Josh Sussberg, P.C.	0.10	Telephone conference with M. Slade re investigation update.
10/14/22	Nick Wasdin	1.00	Draft and revise reply memorandum in opposition to objections to disclosure statement.
10/14/22	Nick Wasdin	0.50	Conference with M. Slade, Y. French, Z. Ciullo and A. Hyde and K. Hill re reply memoranda in opposition to objections to disclosure statement.
10/14/22	Nick Wasdin	3.10	Review documents for production to the SEC (2.5); correspond with Y. French, K&E team and document vendor re same (.6).
10/14/22	Katie J. Welch	0.40	Revise motion to file sponsorship agreement under seal.
10/14/22	Katie J. Welch	3.10	Revise reply in support of motion to extend automatic stay.
10/15/22	Kim Hill	2.90	Research re disclosure statement objections.
10/15/22	Michael B. Slade	2.60	Telephone conferences re potential settlement with counsel for potential defendant, special committee, K&E team (1.4); review and revise sections of reply brief (1.2).
10/15/22	Josh Sussberg, P.C.	0.60	Telephone conference with M. Slade re settlement (.1); review proposed settlement (.1) correspond with C. Marcus, K&E team re same (.1); correspond with C. Okike, K&E team re settlement status and reply brief (.3).
10/15/22	Nick Wasdin	2.30	Draft and revise reply memorandum in opposition to objections to disclosure statement.
10/16/22	Richard U. S. Howell, P.C.	2.10	Telephone conferences re disclosure statement hearing issues and related litigation issues (1.2); prepare for same (.4); draft correspondence re same (.5).
10/16/22	Richard U. S. Howell, P.C.	1.30	Review and provide comments to draft pleadings and other materials.
10/16/22	Michael B. Slade	0.30	Telephone conference with UCC counsel and Quinn re UCC conference.
10/16/22	Josh Sussberg, P.C.	0.20	Telephone conference with M. Slade and D. Brosgol re settlement.
10/16/22	Josh Sussberg, P.C.	0.20	Review, analyze Robertson adversary response (.1); correspond re same (.1).

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10/16/22	Nick Wasdin	0.20	Review customer agreements and correspond with M. Slade re same.
10/17/22	Cade C. Boland	3.80	Research law re fraudulent transfers re adversary proceeding issues.
10/17/22	Megan Bowsher	0.30	Review Voyager production to SEC (.2); revise production tracker re same (.1).
10/17/22	Susan D. Golden	1.30	Telephone conference with F. Yates re extending automatic stay and injunction in Robertson adversary proceeding (.3); review pleadings and supporting declarations re same (1.0).
10/17/22	Kim Hill	0.50	Teleconference with N. Wasdin, K&E team re litigation updates.
10/17/22	Richard U. S. Howell, P.C.	0.40	Review and provide comments to draft motions.
10/17/22	Richard U. S. Howell, P.C.	0.50	Review draft reply brief to objection to motion to lift automatic stay.
10/17/22	Michael B. Slade	3.00	Telephone conference with witness to prepare for hearing (1.5); telephone conferences with Y. French, K&E team re Robertson matter and potential resolution of same (.9); analyze claim settlement (.6).
10/17/22	Nick Wasdin	2.70	Review documents for production to SEC.
10/17/22	Katie J. Welch	4.10	Draft declaration in support of motion to extend stay.
10/17/22	Katie J. Welch	0.20	Review chambers' comments re redacted sponsorship agreement.
10/17/22	Katie J. Welch	0.90	Revise stipulation for dismissal.
10/18/22	Bob Allen, P.C.	1.80	Telephone conference with chambers re information requests (.5); telephone conference with M. Slade re same (.3); review company disclosures and related materials (.5); prepare for and attend telephone conference with Company and M. Slade re same (.5).
10/18/22	Cade C. Boland	5.50	Research and draft memorandum re fraudulent transfer challenges.
10/18/22	Megan Bowsher	0.20	Compile case documents for attorney review.
10/18/22	Yates French	1.00	Review and revise draft pleadings.
10/18/22	Nikki Gavey	1.20	Correspond with Company, BRG re A. Niman claim (.4); analyze issues re same (.5); correspond with counsel to UCC re same (.3).

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10/18/22	Meghan E. Guzaitis	0.60	Prepare documents for production (.4); compile production documents for attorney review (.2).
10/18/22	Laura Saal	0.70	Prepare filing version of Robertson stipulation (.2); file same (.3); coordinate service of same (.2).
10/18/22	Michael B. Slade	4.10	Review, revise stipulation (.6); telephone conferences re same (1.1); telephone conference with counsel for consultant (.4); analyze agreement re same (.7); telephone conference with Canadian counsel and D. Brosgol re updates (.5); telephone conference with B. Allen, D. Brosgol, B. Nistler re same (.3); telephone conference with C. Okike, A. Smith, K&E team re equity objection (.5).
10/18/22	Josh Sussberg, P.C.	0.60	Correspond with A. Smith re settlement status (.1); review reply brief and comment on same (.5).
10/18/22	Nick Wasdin	3.70	Review documents for production to SEC.
10/18/22	Katie J. Welch	0.20	Redact exhibits in support of motion to extend stay.
10/19/22	Cade C. Boland	4.80	Research and draft memorandum re fraudulent transfer challenges.
10/19/22	Zac Ciullo	0.20	Telephone conference with N. Wasdin re additional productions to SEC.
10/19/22	Nikki Gavey	0.10	Correspond with BRG, Company re Aaron Niman claim.
10/19/22	Meghan E. Guzaitis	1.50	Correspond with vendor re compiling documents for attorney review in potential production to SEC (.6); post documents for Paul Hastings review (.4); conference with N. Wasdin re new document review for potential SEC productions (.5).
10/19/22	Abbie Holtzman	0.30	File case materials.
10/19/22	Laura Saal	0.20	File Robertson stipulation.
10/19/22	Michael B. Slade	1.40	Draft correspondence re stipulation.
10/19/22	Nick Wasdin	0.40	Conference with A. Hyde re review of documents for production to SEC.
10/19/22	Nick Wasdin	0.40	Prepare protocol for upcoming review of documents for production to SEC.
10/19/22	Nick Wasdin	0.20	Correspond with A. Hyde re review of documents for production to SEC.

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10/19/22	Nick Wasdin	0.10	Correspond with A. Hyde, K&E team re SEC document production.
10/19/22	Nick Wasdin	0.50	Conference with Z. Ciullo and M. Guzaitis re SEC document production and correspond with document vendor re same.
10/19/22	Nick Wasdin	0.20	Conference with M. Slade re potential motion to seal.
10/20/22	Bob Allen, P.C.	0.20	Conference with R. Cooper re special committee request.
10/20/22	Cade C. Boland	1.30	Research fraudulent transfer challenges (.7); draft memorandum re same (.6).
10/20/22	Christopher Marcus, P.C.	2.00	Conference with 3AC committee (1.5); correspond with C. Okike, K&E team re same (.5).
10/20/22	Michael B. Slade	1.80	Telephone conference with Company and Lowenstein team re DFS motion (.6); analyze issues re same (.3); telephone conference with SEC re subpoena (.4); review materials re subpoena and document production (.5).
10/20/22	Allyson B. Smith	1.40	Participate in 3AC committee meeting.
10/21/22	Bob Allen, P.C.	1.50	Telephone conference with counsel for the special committee re investigation issues (.5); telephone conference with Company re same (.5); correspond with A. Hyde, K&E team re same (.5).
10/21/22	Cade C. Boland	4.00	Research and draft memorandum re fraudulent transfer challenges (3.8); draft summary re research (.2).
10/21/22	Yates French	3.00	Review and revise pleadings re creditor objections.
10/21/22	Kim Hill	0.60	Video conference with M. Slade, N. Wasdin, Y. French, Z. Ciullo and K. Hill re litigation confirmation workstreams.
10/21/22	Emma Horne	1.00	Telephone conference with B. Allen, Quinn Emmanuel re special committee issues.
10/21/22	Aleschia D. Hyde	7.50	Review documents for SEC production (6.9); video conference with M. Slade, N. Wasdin, Y. French, Z. Ciullo and K. Hill re confirmation workstreams (.6).

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10/21/22	Michael B. Slade	2.10	Telephone conference with DFS (.3); correspondence re same (.2); telephone conference with D. Brosgol re latest developments (.4); draft, revise letter re Telegram postings (.8); telephone conference with Quinn team re privileged matter (.4).
10/24/22	Bob Allen, P.C.	0.60	Telephone conference with N. Morgan re SDNY requests (.2); analyze issues re same (.3); telephone conference with AUSA re same (.1).
10/24/22	Nikki Gavey	0.10	Correspond with A. Smith, Y. French re customer letter filed on docket.
10/24/22	Abbie Holtzman	0.20	Organize case materials.
10/24/22	Richard U. S. Howell, P.C.	0.70	Review materials re potential discovery requests (.3); review recently filed pleadings (.2); review materials re committee diligence requests (.2).
10/24/22	Aleschia D. Hyde	4.70	Review SEC documents for responsiveness and privilege.
10/24/22	Christine A. Okike, P.C.	0.30	Review response to NCM adequate protection motion.
10/24/22	Michael B. Slade	1.50	Analyze issues re protective order (.6); telephone conference re diligence requests (.3); review materials re 3AC docket (.3); correspond re same (.3).
10/24/22	Nick Wasdin	1.00	Draft protective order for ad-hoc equity committee.
10/24/22	Katie J. Welch	2.60	Review and analyze 3AC bankruptcy filings (1.9); summarize same (.7).
10/25/22	Bob Allen, P.C.	0.10	Correspond with C. Okike, K&E team re special committee presentation.
10/25/22	Zac Ciullo	0.30	Telephone conference with N. Wasdin re strategy for additional productions to the SEC.
10/25/22	Meghan E. Guzaitis	0.90	Correspond with vendor and IT team re compiling documents for attorney review in potential production to SEC.
10/25/22	Aleschia D. Hyde	5.70	Correspond with N. Wasdin, K&E team re SEC document review (.7); telephone conference with N. Wasdin re next steps in SEC document review (.5); review, analyze SEC responsive documents (4.5).

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10/25/22	Michael B. Slade	1.30	Telephone conference re ad hoc equity committee (.3); review, analyze requests re same (.2); review, analyze materials requested by committee (.8).
10/25/22	Nick Wasdin	1.00	Review documents for production to the SEC (.4); conference with Z. Ciullo re document production to SEC (.2); conference with A. Hyde re document production to SEC (.4).
10/26/22	Aleschia D. Hyde	6.80	Telephone conference with N. Wasdin re revisions to SEC document review coding (.5); revise coding for SEC document review (6.3).
10/26/22	Christopher Marcus, P.C.	0.50	Telephone conference with A. Smith, K&E, MWE teams re 3AC protocol.
10/26/22	Michael B. Slade	1.70	Review, analyze request re same (.2); telephone conference re same (.3); review, analyze SEC diligence requests (.6); telephone conference re same (.2); correspondence re equity requests (.4).
10/26/22	Nick Wasdin	1.10	Review summary of proposed SEC production, and draft work product re same (.7); conference with M. Slade re proposed SEC production (.2); conference with A. Hyde re proposed SEC production (.2).
10/27/22	Richard U. S. Howell, P.C.	1.10	Prepare and review correspondence re open litigation confirmation issues (.8); telephone conference re same (.3).
10/27/22	Aleschia D. Hyde	3.60	Revise coding for SEC document review.
10/27/22	Christopher Marcus, P.C.	1.50	Telephone conference with 3AC creditors' committee.
10/27/22	Michael B. Slade	1.60	Telephone conference with DFS and correspondence re same (.4); review and revise exclusivity motion (1.2).
10/27/22	Allyson B. Smith	2.00	Correspond with C. Marcus, Company re 3AC committee protocol, NDA (.4); review, revise same (.9); participate in 3AC committee meeting (.7).
10/27/22	Nick Wasdin	0.10	Correspond with K. Welch and A. Smith re declaration in support of plan confirmation.
10/28/22	Kim Hill	0.80	Telephone conference with C. Okike, K&E team re intercompany claims (.6); conference with N. Wasdin, K&E team re same (.2).
10/28/22	Abbie Holtzman	0.30	File and organize case materials.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/28/22	Richard U. S. Howell, P.C.	0.70	Review, analyze discovery requests from ad hoc equity group (.4); draft correspondence re same (.3).
10/28/22	Aleschia D. Hyde	0.20	Telephone conference re restructuring and litigation coordination workstreams (partial).
10/28/22	Aleschia D. Hyde	2.50	Review document responsiveness coding for SEC batches.
10/28/22	Melissa Mertz	0.30	Telephone conference with A. Smith, K&E team re litigation updates.
10/28/22	Michael B. Slade	1.50	Review, revise DFS stipulation (.3); telephone conference re same (.3); review, analyze document requests and previously collected materials re same (.9).
10/28/22	Nick Wasdin	0.80	Review amended disclosure statement re 3AC loans (.4); prepare documents for production to SEC and correspond with vendor re same (.2); conference with A. Smith, K&E team re coordination with restructuring group and outstanding projects re confirmation hearing (.2).
10/28/22	Katie J. Welch	0.40	Coordinate re withdrawal of motion to extend stay to Robertson proceeding.
10/29/22	Richard U. S. Howell, P.C.	1.10	Prepare and review correspondence re open confirmation issues (.6); review discovery requests in connection with confirmation (.5).
10/29/22	Aleschia D. Hyde	0.40	Telephone conference with M. Slade, Y. French and restructuring team re PII.
10/29/22	Michael B. Slade	1.80	Review APA materials re diligence request (.5); telephone conference with S. Golden and Y. French re diligence issues (.3); telephone conference with A. Smith, E. Swager, S. Golden and French re diligence issues (.3); revise letter (.3); revise DFS stipulation and correspond re same (.4).
10/30/22	Aleschia D. Hyde	1.50	Review documents re Voyager SEC productions.
10/31/22	Bob Allen, P.C.	0.30	Correspond with M. Slade, K&E team re special committee issues.
10/31/22	Zac Ciullo	0.30	Analyze discovery requests from ad hoc committee of equity holders.

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069642

Voyager Digital Ltd.

Matter Number:

53320-3

Adversary Proceeding &amp; Contested Matts.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/31/22	Meghan E. Guzaitis	1.90	Review potential production to SEC (.8); quality control production (.4); produce documents to SEC (.4); conference with M. Slade, K&E team re production contents (.3).
10/31/22	Meghan E. Guzaitis	0.80	Compile docket and documents adversary case dismissal.
10/31/22	Kim Hill	0.30	Draft request for production responses.
10/31/22	Kim Hill	0.70	Conference with counterparty counsel re requests for production (.3); conference with N. Wasdin, K&E team re requests for production (.4).
10/31/22	Richard U. S. Howell, P.C.	2.40	Attend telephone conference re discovery requests (.5); prepare for same (.9); prepare and review correspondence re discovery requests and related materials (1.0).
10/31/22	Aleschia D. Hyde	0.90	Review for quality SEC document production for issues with privilege tagging.
10/31/22	Laura Saal	0.70	Review and revise agreed stipulation (.2); file same (.3); coordinate service of same (.2).
10/31/22	Michael B. Slade	2.80	Review, analyze discovery requests (1.1); telephone conference with counsel for ad hoc equity committee, R. Howell, Hill (.4); review, analyze regulatory diligence requests and responses to same (.7); telephone conference with S. Ehrlich re diligence requests (.3); review materials re same (.3).
10/31/22	Nick Wasdin	2.20	Finalize production of documents to SEC, and correspond with K&E team and document vendor re same (1.0); review discovery requests served by ad-hoc equity group and correspond with K&E team re same (1.2).
10/31/22	Kent Zee	1.30	Review and analyze final production set (1.2); correspond with M. Guzaitis re same(.1).
<b>Total</b>		<b>386.40</b>	



**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

December 2, 2022

Voyager Digital Ltd.  
33 Irving Place, Suite 3060  
New York, NY 10003

Attn: David Brosgol

**Invoice Number: 1050069643**

**Client Matter: 53320-4**

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**In the Matter of Automatic Stay Matters**

For legal services rendered through October 31, 2022  
(see attached Description of Legal Services for detail)

\$ 13,167.00

Total legal services rendered

\$ 13,167.00

Legal Services for the Period Ending October 31, 2022

Invoice Number: 1050069643

Voyager Digital Ltd.

Matter Number: 53320-4

Automatic Stay Matters

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**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Zac Ciullo	0.60	1,155.00	693.00
Richard U. S. Howell, P.C.	6.40	1,435.00	9,184.00
Michael B. Slade	2.00	1,645.00	3,290.00
<b>TOTALS</b>	<b>9.00</b>		<b>\$ 13,167.00</b>

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Automatic Stay Matters

Invoice Number: 1050069643  
 Matter Number: 53320-4

### **Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
10/05/22	Richard U. S. Howell, P.C.	1.20	Review objection to motion to stay (.5); review additional materials re same (.4); prepare and review correspondence re same (.3).
10/11/22	Richard U. S. Howell, P.C.	0.50	Review objection to motion to extend automatic stay.
10/12/22	Richard U. S. Howell, P.C.	1.20	Conference with M. Slade, K&E team re reply to objection to extend automatic stay (.6); review materials re same (.6).
10/13/22	Zac Ciullo	0.60	Analyze and revise motion to seal sponsorship agreement for motion to extend automatic stay.
10/14/22	Richard U. S. Howell, P.C.	2.50	Review objections and related materials (1.5); telephone conference re same (.5); review draft reply brief to objection to motion to lift automatic stay (.5).
10/14/22	Michael B. Slade	1.80	Review and revise reply brief re stay.
10/17/22	Richard U. S. Howell, P.C.	1.00	Review correspondence re open litigation issues including automatic stay issues and response to objections.
10/19/22	Michael B. Slade	0.20	Review, analyze NY motion for relief from stay.
<b>Total</b>		<b>9.00</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

December 2, 2022

Voyager Digital Ltd.  
33 Irving Place, Suite 3060  
New York, NY 10003

Attn: David Brosgol

**Invoice Number: 1050069644**

**Client Matter: 53320-5**

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**In the Matter of Business Operations**

For legal services rendered through October 31, 2022  
(see attached Description of Legal Services for detail)

\$ 9,807.50

Total legal services rendered

\$ 9,807.50

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069644

Voyager Digital Ltd.

Matter Number:

53320-5

Business Operations

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**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Christine A. Okike, P.C.	4.70	1,640.00	7,708.00
Allyson B. Smith	1.70	1,235.00	2,099.50
<b>TOTALS</b>	<b>6.40</b>		<b>\$ 9,807.50</b>

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Business Operations

Invoice Number: 1050069644  
 Matter Number: 53320-5

### **Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
10/03/22	Allyson B. Smith	1.10	Telephone conference with E. Swager re investment issues (.3); correspond with E. Swager re same (.2); analyze issues re same (.6).
10/04/22	Allyson B. Smith	0.60	Telephone conference with BRG, Company, K&E teams re investments.
10/11/22	Christine A. Okike, P.C.	1.90	Review surety bonds (.8); correspond with Paul Hastings team re same (.3); review crypto security declaration (.8).
10/13/22	Christine A. Okike, P.C.	0.70	Telephone conference with Company, Paul Hastings and K&E teams re surety bonds.
10/21/22	Christine A. Okike, P.C.	1.40	Telephone conference with Company and K&E team re liquidating negative customer accounts (.8); telephone conference with Company, McDermott, FTI, BRG and K&E teams re same (.6).
10/24/22	Christine A. Okike, P.C.	0.40	Telephone conference with Company and BRG team re reconciling crypto balances.
10/27/22	Christine A. Okike, P.C.	0.30	Analyze disclosure of certain information and related considerations.
<b>Total</b>		<b>6.40</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

December 2, 2022

Voyager Digital Ltd.  
33 Irving Place, Suite 3060  
New York, NY 10003

Attn: David Brosgol

**Invoice Number: 1050069645**

**Client Matter: 53320-6**

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**In the Matter of Case Administration**

For legal services rendered through October 31, 2022  
(see attached Description of Legal Services for detail)

\$ 71,383.00

Total legal services rendered

\$ 71,383.00

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Case Administration

Invoice Number: 1050069645  
 Matter Number: 53320-6

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Olivia Acuna	3.80	910.00	3,458.00
Nicholas Adzima	6.90	1,115.00	7,693.50
Ziv Ben-Shahar	2.10	660.00	1,386.00
Zac Ciullo	0.80	1,155.00	924.00
Erica D. Clark	1.70	1,115.00	1,895.50
Nikki Gavey	2.90	1,035.00	3,001.50
Jacqueline Hahn	9.20	295.00	2,714.00
Richard U. S. Howell, P.C.	0.20	1,435.00	287.00
Aleschia D. Hyde	0.50	900.00	450.00
Tom Kotlowski	0.20	910.00	182.00
Wes Lord	21.30	660.00	14,058.00
Melissa Mertz	6.00	910.00	5,460.00
Jeffery S. Norman, P.C.	0.80	1,775.00	1,420.00
Christine A. Okike, P.C.	0.40	1,640.00	656.00
Oliver Pare	2.70	910.00	2,457.00
Zak Piech	2.00	660.00	1,320.00
Noah Qiao	0.40	1,295.00	518.00
Laura Saal	3.40	480.00	1,632.00
Adrian Salmen	2.40	795.00	1,908.00
Gelareh Sharafi	2.40	660.00	1,584.00
Michael B. Slade	2.80	1,645.00	4,606.00
Allyson B. Smith	3.30	1,235.00	4,075.50
Josh Sussberg, P.C.	0.50	1,845.00	922.50
Evan Swager	4.30	1,035.00	4,450.50
Claire Terry	1.70	910.00	1,547.00
Danielle Walker	0.70	295.00	206.50
Lindsay Wasserman	0.30	910.00	273.00
Lydia Yale	1.30	295.00	383.50
Rachel Young	2.90	660.00	1,914.00
<b>TOTALS</b>	<b>87.90</b>		<b>\$ 71,383.00</b>



Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Case Administration

Invoice Number: 1050069645  
 Matter Number: 53320-6

### **Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
10/03/22	Jacqueline Hahn	0.50	Compile and circulate recently filed pleadings to K&E team.
10/03/22	Wes Lord	0.20	Prepare work in process tracker.
10/03/22	Evan Swager	0.40	Telephone conferences with N. Adzima, Moelis, K&E teams re work in process.
10/04/22	Olivia Acuna	0.50	Conference with A. Smith, K&E team re works in progress.
10/04/22	Nicholas Adzima	1.00	Conferences with A. Smith, K&E team re status, next steps.
10/04/22	Nicholas Adzima	0.40	Conferences with A. Smith, K&E team, re work in process.
10/04/22	Nikki Gavey	0.50	Conference with A. Smith, K&E team re work in process.
10/04/22	Jacqueline Hahn	0.80	Conference with A. Smith, K&E team re work in process (.5); compile and circulate recently filed pleadings to K&E team (.3).
10/04/22	Wes Lord	2.40	Revise work in process tracking document (1.4); attend conference with A. Smith, K&E team re work in process (.5); conference with E. Swager, K&E team re confirmation workstreams (.5).
10/04/22	Melissa Mertz	0.50	Conference with A. Smith, K&E team re work in process.
10/04/22	Oliver Pare	0.60	Conference with A. Smith and K&E team re case status, next steps (.5); prepare for same (.1).
10/04/22	Zak Piech	0.30	Attend work in process conference with A. Smith, K&E team (partial).
10/04/22	Laura Saal	0.50	Participate in work in process conference with A. Smith, K&E team.
10/04/22	Adrian Salmen	0.50	Attend conference with A. Smith, K&E team re work in process.
10/04/22	Gelareh Sharafi	0.50	Conference with A. Smith, K&E team re work in process.
10/04/22	Allyson B. Smith	0.80	Conference with E. Swager, K&E team re work in process (.5); revise tracker re same (.3).
10/04/22	Evan Swager	0.60	Review, revise work in process tracker.

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Case Administration

Invoice Number: 1050069645  
 Matter Number: 53320-6

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/04/22	Evan Swager	0.50	Conference with A. Smith, K&E team re work in process.
10/04/22	Claire Terry	0.40	Conference with A. Smith, K&E team re case status, updates (partial).
10/04/22	Rachel Young	0.50	Attend conference with O. Pare and K&E team re case status.
10/05/22	Ziv Ben-Shahar	0.40	Telephone conference with E. Hengel, BRG team and K&E team re matter status and strategy (partial).
10/05/22	Erica D. Clark	0.50	Conference with A. Smith, K&E team, BRG, MWE, FTI, Moelis re case status and next steps.
10/05/22	Jacqueline Hahn	0.30	Compile and circulate recently filed pleadings to K&E team.
10/05/22	Wes Lord	0.50	Telephone conference with financial advisers, O. Acuna, K&E team re case status, updates.
10/05/22	Rachel Young	0.80	Attend telephone conference with O. Acuna and K&E team, Moelis, BRG (.4); conference with O. Acuna and W. Lord re case status (.4).
10/06/22	Olivia Acuna	0.20	Conference with A. Smith, K&E team re work in process (partial).
10/06/22	Erica D. Clark	0.30	Attend conference with A. Smith, K&E team re work in process (partial).
10/06/22	Nikki Gavey	0.20	Telephone conference with A. Smith, K&E team re work in process.
10/06/22	Jacqueline Hahn	0.50	Compile and circulate recently filed pleadings to K&E team.
10/06/22	Wes Lord	1.40	Revise work in process tracker (.9); attend conference with A. Smith, K&E team re work in process (.5).
10/06/22	Melissa Mertz	1.60	Review, revise work in process tracker (.9); conference with A. Smith, K&E team re work in process (.5); conference with W. Lord re work in process tracker (.2).
10/06/22	Jeffery S. Norman, P.C.	0.50	Telephone conference with C. Okike, K&E team re work in process.
10/06/22	Noah Qiao	0.20	Conference with A. Smith, K&E team re work in process (partial).
10/06/22	Laura Saal	0.50	Participate in conference with A. Smith, K&E team re work in process, updates.

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Case Administration

Invoice Number: 1050069645  
 Matter Number: 53320-6

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/06/22	Adrian Salmen	0.20	Telephone conference with A. Smith, K&E team re work in process.
10/06/22	Michael B. Slade	0.40	Telephone conference with Company re case status and next steps.
10/06/22	Claire Terry	0.20	Conference with A. Smith, K&E team re case status, updates.
10/06/22	Lydia Yale	0.20	Participate in K&E team conference with A. Smith re work in process.
10/06/22	Rachel Young	0.20	Attend work in process conference with M. Mertz and K&E team re case status.
10/07/22	Jacqueline Hahn	0.40	Compile and circulate recently filed pleadings to K&E team.
10/07/22	Aleschia D. Hyde	0.50	Video conference with A. Smith, K&E team re case updates.
10/07/22	Wes Lord	1.80	Review and update work in process tracker.
10/07/22	Josh Sussberg, P.C.	0.10	Telephone conference with D. Brosgol re case status.
10/09/22	Richard U. S. Howell, P.C.	0.20	Review case materials re updates, case status.
10/10/22	Zac Ciullo	0.50	Video conference with K&E team re case strategy and upcoming assignments.
10/10/22	Jacqueline Hahn	0.50	Compile and circulate recently filed pleadings to K&E team.
10/10/22	Wes Lord	3.40	Analyze and revise work in process tracker.
10/10/22	Allyson B. Smith	0.60	Telephone conference with C. Okike, K&E team, BRG team re updates.
10/11/22	Olivia Acuna	0.60	Revise work in progress tracker (.2); conference with A. Smith, K&E team re same (.4) .
10/11/22	Ziv Ben-Shahar	0.40	Telephone conference with M. Mertz and K&E team re key workstreams in progress.
10/11/22	Erica D. Clark	0.50	Revise work in process tracker (.1); conference with A. Smith, K&E team re case status, work in process (.4).
10/11/22	Nikki Gavey	0.50	Conference with A. Smith, K&E team re work in process.
10/11/22	Jacqueline Hahn	0.50	Compile and circulate recently filed pleadings to K&E team.
10/11/22	Wes Lord	3.30	Revise work in process tracker (2.9); conference with A. Smith, K&E team re work in process (.4).

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Case Administration

Invoice Number: 1050069645  
 Matter Number: 53320-6

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/11/22	Melissa Mertz	1.10	Review, revise work in process tracker (.7); conference with A. Smith, K&E team re work in process, updates (.4).
10/11/22	Oliver Pare	0.50	Telephone conference with A. Smith and K&E team re case status, work in process (.4); prepare for same (.1).
10/11/22	Zak Piech	0.40	Video conference with A. Smith and K&E team re case status.
10/11/22	Laura Saal	0.40	Conference with A. Smith, K&E team re case status, updates.
10/11/22	Adrian Salmen	0.40	Telephone conference with A. Smith, K&E team re work in process.
10/11/22	Gelareh Sharafi	0.50	Conference with A. Smith, K&E team re work in process (.4); prepare for same (.1).
10/11/22	Michael B. Slade	2.40	Correspondence re diligence requests and review materials re same (1.3); correspondence re VGX, telephone conferences re same, draft insert re same (1.1).
10/11/22	Allyson B. Smith	0.50	Conference with N. Adzima, K&E team re case status.
10/11/22	Evan Swager	0.40	Conference with A. Smith, K&E team re work in process.
10/11/22	Claire Terry	0.40	Conference with A. Smith, K&E team re case status, updates.
10/11/22	Rachel Young	0.50	Attend conference with A. Smith and K&E team re case status (.4); prepare for same (.1).
10/12/22	Jacqueline Hahn	0.30	Compile and circulate recently filed pleadings to K&E team.
10/13/22	Olivia Acuna	0.40	Revise work in process tracker.
10/13/22	Jacqueline Hahn	0.60	Compile and circulate recently filed pleadings to K&E team.
10/13/22	Melissa Mertz	0.80	Conference with A. Smith, K&E team re work in process, case updates (.5); revise work in process tracker re same (.3).
10/14/22	Jacqueline Hahn	0.60	Compile and circulate recently filed pleadings to K&E team.
10/14/22	Josh Sussberg, P.C.	0.20	Telephone conference with D. Brosgol re case status.
10/17/22	Olivia Acuna	0.40	Revise work in process tracker.

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Case Administration

Invoice Number: 1050069645  
 Matter Number: 53320-6

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/17/22	Jacqueline Hahn	0.50	Compile and circulate recently filed pleadings to K&E team.
10/17/22	Wes Lord	1.20	Revise work in process tracker.
10/17/22	Melissa Mertz	0.20	Review, revise work in process tracker.
10/17/22	Evan Swager	0.50	Review, revise work in process tracker.
10/18/22	Olivia Acuna	0.50	Video conference with A. Smith, K&E team re case status (.4); revise work in process tracker (.1).
10/18/22	Ziv Ben-Shahar	0.40	Conference with A. Smith, K&E team re case strategy and work in process.
10/18/22	Nikki Gavey	0.50	Telephone conference with A. Smith, K&E team re work in process (.4); prepare for same (.1).
10/18/22	Jacqueline Hahn	0.30	Compile and circulate recently filed pleadings to K&E team.
10/18/22	Tom Kotlowski	0.20	Telephone conference with Company, A. Smith, K&E team re all hands call.
10/18/22	Wes Lord	0.90	Conference with A. Smith, K&E team re work in process (.4); revise tracker re same (.5).
10/18/22	Oliver Pare	0.50	Conference with A. Smith, K&E team re case status, next steps (.4); prepare for same (.1).
10/18/22	Zak Piech	0.40	Telephone conference with A. Smith, K&E team re work in process.
10/18/22	Adrian Salmen	0.40	Video conference with A. Smith, K&E team re work in process.
10/18/22	Gelareh Sharafi	0.40	Conference with A. Smith, K&E team re work in process.
10/18/22	Allyson B. Smith	0.70	Conference with N. Adzima, K&E team re case status (.5); comment on hearing agenda (.2).
10/18/22	Claire Terry	0.30	Conference with A. Smith, K&E team re case status, updates (partial).
10/18/22	Rachel Young	0.40	Attend work in process conference with E. Swager, K&E team re case status (partial).
10/19/22	Wes Lord	0.90	Revise work in process tracker.
10/19/22	Melissa Mertz	0.30	Review, revise work in process tracker.

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Case Administration

Invoice Number: 1050069645  
 Matter Number: 53320-6

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/19/22	Laura Saal	1.70	Correspond with A. Smith re hearing agenda (.2); review and revise same (.4); revise agenda re M. Slade's comments (.3); revise agenda re A. Smith's comments (.3); file same (.3); coordinate service of same (.2).
10/19/22	Danielle Walker	0.30	Compile docket filings and distribute to K&E team.
10/19/22	Lydia Yale	0.10	Prepare docket report.
10/20/22	Olivia Acuna	0.50	Video conference with A. Smith, K&E team re work in process.
10/20/22	Ziv Ben-Shahar	0.50	Video conference with A. Smith, K&E team re work in process.
10/20/22	Nikki Gavey	0.60	Review, revise work in process tracker (.1); telephone conference with A. Smith, K&E team re same (.5).
10/20/22	Wes Lord	1.30	Revise work in process tracker (.8); conference with A. Smith, K&E team re in work in process (.5).
10/20/22	Melissa Mertz	1.00	Revise work in process tracker (.5); conference with A. Smith, K&E team re work in process, updates (.5).
10/20/22	Jeffery S. Norman, P.C.	0.30	Participate in telephone conference with C. Okike, K&E team re status, updates.
10/20/22	Oliver Pare	0.70	Conference with A. Smith, K&E team re case status, work in process (.5); review, revise tracker re same (.2).
10/20/22	Zak Piech	0.50	Video conference with A. Smith, K&E team re work in process.
10/20/22	Noah Qiao	0.20	Telephone conference with A. Smith, K&E team re work in process, updates.
10/20/22	Adrian Salmen	0.50	Attend video conference with A. Smith, K&E team re work in process.
10/20/22	Gelareh Sharafi	0.50	Telephone conference with A. Smith, K&E team re work in process.
10/20/22	Allyson B. Smith	0.50	Attend conference with E. Swager, K&E team re work in process.
10/20/22	Claire Terry	0.40	Conference with A. Smith, K&E team re case status, updates (partial).
10/20/22	Danielle Walker	0.40	Compile docket filings and distribute to K&E team.
10/20/22	Lindsay Wasserman	0.30	Telephone conference with A. Smith, K&E team re work in process.

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Case Administration

Invoice Number: 1050069645  
 Matter Number: 53320-6

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/20/22	Lydia Yale	0.50	Attend conference with A. Smith, K&E team re work in process.
10/20/22	Rachel Young	0.50	Attend conference with A. Smith, K&E team re case status.
10/21/22	Jacqueline Hahn	0.50	Compile and circulate recently filed pleadings to K&E team.
10/23/22	Christine A. Okike, P.C.	0.20	Review docket.
10/24/22	Nicholas Adzima	1.80	Correspond with K&E team, vendor re notice publication (.8); review re same (.4); correspond with K&E team re status, next steps (.6).
10/24/22	Jacqueline Hahn	0.50	Compile and circulate recently filed pleadings to K&E team.
10/24/22	Christine A. Okike, P.C.	0.20	Telephone conference with A. Smith re key workstreams.
10/24/22	Allyson B. Smith	0.20	Conference with C. Okike re key workstreams.
10/25/22	Olivia Acuna	0.30	Revise work in process tracker (.2); correspond with W. Lord re same (.1).
10/25/22	Nikki Gavey	0.10	Review, revise work in process tracker.
10/25/22	Jacqueline Hahn	0.50	Compile and circulate recently filed pleadings to K&E team.
10/25/22	Wes Lord	1.80	Revise work in process tracker.
10/25/22	Melissa Mertz	0.50	Telephone conference with A. Smith, K&E team re work in process, updates (.4); prepare for same (.1).
10/25/22	Evan Swager	0.50	Review, revise work in process.
10/25/22	Lydia Yale	0.50	Update the case calendar.
10/26/22	Olivia Acuna	0.40	Video conference with A. Smith, K&E team re work in process.
10/26/22	Nicholas Adzima	1.70	Conference with A. Smith, K&E team re case status, next steps (.4); conferences with A. Smith, E. Swager re same (1.3).
10/26/22	Ziv Ben-Shahar	0.40	Conference with A. Smith, K&E team re work in process.
10/26/22	Erica D. Clark	0.40	Conference with K&E team re work in process.
10/26/22	Nikki Gavey	0.50	Telephone conference with A. Smith, K&E team re work in process.

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Case Administration

Invoice Number: 1050069645  
 Matter Number: 53320-6

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/26/22	Jacqueline Hahn	0.60	Conference with A. Smith, K&E team re work in process (.4); compile and circulate recently filed pleadings to K&E team (.2).
10/26/22	Wes Lord	0.40	Conference with A. Smith, K&E team re work in process.
10/26/22	Oliver Pare	0.40	Conference with A. Smith, K&E team re case status, next steps.
10/26/22	Zak Piech	0.40	Video conference with A. Smith, K&E team re work in process.
10/26/22	Adrian Salmen	0.40	Attend conference with A. Smith, K&E team re work in process.
10/26/22	Gelareh Sharafi	0.50	Conference with A. Smith, K&E team re work in process.
10/26/22	Josh Sussberg, P.C.	0.10	Telephone conference with S. Ehrlich re case status.
10/26/22	Evan Swager	1.40	Telephone conference with A. Smith, K&E team, BRG, Moelis re work in process (.9); conference with A. Smith, K&E team re same (.4); prepare for same (.1).
10/27/22	Jacqueline Hahn	0.20	Compile and circulate recently filed pleadings to K&E team.
10/28/22	Nicholas Adzima	1.20	Conferences with A. Smith, P. Farley, E. Swager re status, next steps.
10/28/22	Zac Ciullo	0.30	Video conference with M. Slade, K&E teams re assignments and strategy for confirmation plan.
10/28/22	Jacqueline Hahn	0.50	Compile and circulate recently filed pleadings to K&E team.
10/31/22	Nicholas Adzima	0.80	Prepare publication notice for filing (.3); correspond with A. Smith, K&E team re next steps (.5).
10/31/22	Jacqueline Hahn	0.60	Compile and circulate recently filed pleadings to K&E team.
10/31/22	Wes Lord	1.80	Revise work in process tracking document.
10/31/22	Laura Saal	0.30	File affidavits of publication re confirmation.
10/31/22	Josh Sussberg, P.C.	0.10	Correspond with C. Marcus, K&E team re case status.

**Total 87.90**



**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

December 2, 2022

Voyager Digital Ltd.  
33 Irving Place, Suite 3060  
New York, NY 10003

Attn: David Brosgol

**Invoice Number: 1050069646**

**Client Matter: 53320-7**

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**In the Matter of Cash Management and DIP Financing**

For legal services rendered through October 31, 2022  
(see attached Description of Legal Services for detail)

\$ 33,240.00

Total legal services rendered

\$ 33,240.00

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069646

Voyager Digital Ltd.

Matter Number:

53320-7

Cash Management and DIP Financing

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**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Erica D. Clark	0.80	1,115.00	892.00
Nikki Gavey	19.50	1,035.00	20,182.50
Susan D. Golden	0.40	1,315.00	526.00
Christine A. Okike, P.C.	1.70	1,640.00	2,788.00
Laura Saal	1.40	480.00	672.00
Adrian Salmen	1.90	795.00	1,510.50
Allyson B. Smith	5.40	1,235.00	6,669.00
<b>TOTALS</b>	<b>31.10</b>		<b>\$ 33,240.00</b>

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.

Invoice Number: 1050069646  
 Matter Number: 53320-7

Cash Management and DIP Financing

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**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
10/01/22	Nikki Gavey	3.60	Draft declaration re security of crypto.
10/02/22	Nikki Gavey	1.20	Review, revise declaration re security of crypto (.9); analyze diligence re same (.3).
10/03/22	Erica D. Clark	0.20	Conference with Company, BRG, N. Sauer, K&E team re cash management matters.
10/03/22	Nikki Gavey	0.80	Telephone conference with BRG team, Company re daily cash management (.2); correspond with BRG, A. Smith, C. Okike re crypto security declaration (.1); revise same (.4); correspond with Company re same (.1).
10/03/22	Christine A. Okike, P.C.	1.00	Review cryptocurrency security declaration (.8); telephone conference with Company, BRG, E. Clark, K&E teams re cash management issues (.2).
10/03/22	Allyson B. Smith	0.70	Comment on crypto security declaration (.4); correspond with C. Okike, N. Gavey re same (.3).
10/05/22	Nikki Gavey	0.20	Telephone conference with R. Whooley (Company) re crypto security declaration.
10/06/22	Nikki Gavey	2.50	Review, revise crypto security declaration (2.3); correspond with Company re same (.2).
10/07/22	Nikki Gavey	0.80	Telephone conference with BRG team, C. Okike, K&E team, Company re daily cash management (.2); correspond with BRG, A. Smith, C. Okike re crypto security declaration (.1); revise same (.4); correspond with Company re same (.1).
10/07/22	Allyson B. Smith	0.80	Telephone conference with BRG team, C. Okike, K&E team, Company re daily cash management (.2); correspond with BRG, N. Gavey, C. Okike re crypto security declaration (.1); send comments to N. Gavey for same (.4); correspond with Company re same (.1).
10/10/22	Nikki Gavey	0.50	Telephone conference with Company re security protocols (.2); revise declaration re same (.3).

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069646

Voyager Digital Ltd.

Matter Number:

53320-7

Cash Management and DIP Financing

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/11/22	Nikki Gavey	1.30	Telephone conference with E. Clark, BRG team, Company re daily cash management coordination (.1); review, revise crypto security declaration (.9); correspond with Company re same (.3).
10/12/22	Nikki Gavey	0.70	Correspond with A. Smith re crypto security declaration (.2); revise same (.5).
10/12/22	Allyson B. Smith	0.20	Correspond with N. Gavey re crypto security declaration.
10/13/22	Erica D. Clark	0.30	Conference with Company, BRG, N. Sauer, K&E team re cash management.
10/13/22	Nikki Gavey	1.20	Correspond with U.S. Trustee, A. Smith, K&E team re crypto security declaration (.1); correspond with A. Smith, K&E team re final cash management order (.2); revise post-petition bank schematic (.1); correspond with A. Smith re September monthly operating report (.1); telephone conference with E. Clark, Company, BRG re daily cash management coordination (.3); telephone conference with E. Clark, C. Okike, K&E team, BRG, Company re September monthly operating report (.3); correspond with Paul Hasting re Metropolitan Commercial Bank agreements (.1).
10/13/22	Christine A. Okike, P.C.	0.40	Telephone conference with McDermott, FTI, BRG, Moelis, N. Sauer, K&E team re variance.
10/13/22	Allyson B. Smith	1.00	Correspond with U.S. Trustee, N. Gavey, K&E team re crypto security declaration (.1); correspond with N. Gavey, C. Okike re final cash management order (.2); correspond with N. Gavey re September monthly operating report (.1); telephone conference with E. Clark, Company, BRG re daily cash management coordination (.3); telephone conference with E. Clark, C. Okike, K&E team, BRG, Company re September monthly operating report (.3).
10/17/22	Nikki Gavey	0.60	Correspond with A. Smith, UCC re crypto security declaration (.1); revise same (.3); correspond with R. Whooley, Company re same (.2).

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Cash Management and DIP Financing

Invoice Number: 1050069646  
 Matter Number: 53320-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/17/22	Allyson B. Smith	0.40	Correspond with N. Gavey, UCC re crypto security declaration (.2); correspond with R. Whooley, Company re same (.2).
10/18/22	Nikki Gavey	1.30	Telephone conference with BRG, Company re daily cash coordination call (.1); correspond with A. Smith, K&E team re crypto security declaration (.3); revise same (.6); review, revise third interim cash management order (.3).
10/18/22	Allyson B. Smith	1.00	Correspond with U.S. Trustee, N. Sauer re cash management declaration (.3); correspond with UCC re same (.3); revise order (.4).
10/19/22	Nikki Gavey	0.90	Prepare filing version of third interim cash management order (.6); correspond with A. Smith re same (.3).
10/19/22	Laura Saal	1.40	Prepare draft certificate of counsel re third interim cash management order (.5); review and revise same (.2); compile filing version of certificate of counsel (.2); file same (.3); coordinate service of same (.2).
10/19/22	Allyson B. Smith	0.30	Correspond with N. Gavey re cash management matters.
10/20/22	Erica D. Clark	0.10	Conference with Company, BRG re cash management.
10/21/22	Nikki Gavey	1.50	Telephone conference with Company, C. Okike, A. Smith re account reconciliation (.7); prepare for same (.2); telephone conference with Company, C. Okike, MWE, FTI, BRG re same (.5); correspond with A. Smith re same (.1).
10/21/22	Allyson B. Smith	0.70	Conference with C. Okike, N. Sauer, Company re customer account reconciliations.
10/25/22	Adrian Salmen	1.90	Draft final cash management order (1.7); review final cash management order (.2).
10/27/22	Erica D. Clark	0.20	Conference with Company, BRG, K&E re cash management.
10/27/22	Nikki Gavey	2.00	Telephone conference with BRG, Company, C. Okike re cash management issues (.3); review, analyze Metropolitan Commercial Bank agreements re termination rights (1.1); draft correspondence summary re same (.6).
10/27/22	Christine A. Okike, P.C.	0.30	Telephone conference with Company, BRG, N. Sauer, K&E teams re cash management.

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.

Invoice Number: 1050069646  
 Matter Number: 53320-7

Cash Management and DIP Financing

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/31/22	Nikki Gavey	0.40	Correspond with A. Smith re final cash management order (.1); analyze status of same (.1); correspond with M. Mertz re ACH chargebacks (.2).
10/31/22	Susan D. Golden	0.40	Telephone conference with A. Smith re cash management order and crypto security (.2); telephone conference with R. Morrissey re same (.2).
10/31/22	Allyson B. Smith	0.30	Telephone conference with S. Golden re cash management order and crypto security (.2); correspond with N. Gavey re cash management order (.1).
<b>Total</b>		<b>31.10</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

December 2, 2022

Voyager Digital Ltd.  
33 Irving Place, Suite 3060  
New York, NY 10003

Attn: David Brosgol

**Invoice Number: 1050069647**  
**Client Matter: 53320-8**

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**In the Matter of Customer and Vendor Communications**

For legal services rendered through October 31, 2022  
(see attached Description of Legal Services for detail)

\$ 23,867.00

Total legal services rendered

\$ 23,867.00

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069647

Voyager Digital Ltd.

Matter Number:

53320-8

Customer and Vendor Communications

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Olivia Acuna	0.20	910.00	182.00
Ziv Ben-Shahar	0.30	660.00	198.00
Erica D. Clark	1.40	1,115.00	1,561.00
Jacqueline Hahn	2.40	295.00	708.00
Wes Lord	0.20	660.00	132.00
Christine A. Okike, P.C.	5.60	1,640.00	9,184.00
Adrian Salmen	1.20	795.00	954.00
Gelareh Sharafi	10.90	660.00	7,194.00
Allyson B. Smith	1.40	1,235.00	1,729.00
Josh Sussberg, P.C.	0.70	1,845.00	1,291.50
Evan Swager	0.50	1,035.00	517.50
Claire Terry	0.10	910.00	91.00
Lydia Yale	0.20	295.00	59.00
Rachel Young	0.10	660.00	66.00
<b>TOTALS</b>	<b>25.20</b>		<b>\$ 23,867.00</b>



Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Customer and Vendor Communications

Invoice Number: 1050069647  
 Matter Number: 53320-8

### **Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
10/02/22	Josh Sussberg, P.C.	0.10	Correspond with Moelis team re UCC and customer status.
10/03/22	Jacqueline Hahn	0.20	Update voicemail inbox.
10/03/22	Gelareh Sharafi	0.50	Revise voicemail log and letter tracker (.4); correspond with C. Terry and K&E team re same (.1).
10/04/22	Jacqueline Hahn	0.20	Revise voicemail inbox.
10/04/22	Wes Lord	0.20	Telephone conference with creditor re bankruptcy process.
10/04/22	Adrian Salmen	0.80	Correspond with customers re bankruptcy inquiries.
10/04/22	Gelareh Sharafi	0.50	Revise voicemail log and letter tracker (.4); correspond with C. Terry and K&E team re same (.1).
10/04/22	Josh Sussberg, P.C.	0.10	Analyze creditor correspondence.
10/04/22	Evan Swager	0.50	Correspond with customers re inquiries.
10/04/22	Rachel Young	0.10	Telephone conference with customer re case status.
10/05/22	Jacqueline Hahn	0.20	Update voicemail inbox.
10/05/22	Gelareh Sharafi	0.50	Revise voicemail log and letter tracker (.4); correspond with C. Terry and K&E team re same (.1).
10/06/22	Jacqueline Hahn	0.40	Update voicemail inbox.
10/07/22	Adrian Salmen	0.30	Review and distribute voicemail log.
10/10/22	Jacqueline Hahn	0.10	Update voicemail inbox.
10/10/22	Gelareh Sharafi	0.30	Telephone conference with customers re case status (.2); revise voicemail log tracker re same (.1).
10/10/22	Gelareh Sharafi	0.50	Revise customers letter tracker, voicemail log (.3); correspond with C. terry, K&E team re same (.2).
10/11/22	Ziv Ben-Shahar	0.20	Telephone conference with consumer creditor re claims inquiry.
10/11/22	Christine A. Okike, P.C.	0.30	Review Master Q&A re distributions.
10/11/22	Adrian Salmen	0.10	Correspond with customers re bankruptcy inquiry.

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Customer and Vendor Communications

Invoice Number: 1050069647  
 Matter Number: 53320-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/11/22	Gelareh Sharafi	0.50	Revise voicemail log and customers letter tracker (.3); correspond with C. Terry, K&E team re same (.2).
10/11/22	Allyson B. Smith	1.00	Review, comment on FAQs (.9); correspond with C. Okike re same (.1).
10/12/22	Jacqueline Hahn	0.20	Update voicemail inbox.
10/12/22	Gelareh Sharafi	0.50	Revise voicemail log and letter tracker re customers correspondence (.3); correspond with C. Terry, K&E team re same (.2).
10/12/22	Josh Sussberg, P.C.	0.30	Correspond with C. Okike, K&E team re Bloomberg article and response to same.
10/13/22	Christine A. Okike, P.C.	2.40	Review and revise customer FAQs (1.9); telephone conferences with B. Tichenor re same (.5).
10/13/22	Gelareh Sharafi	0.50	Revise customers letter tracker and voicemail log (.3); correspond with C. Terry, K&E team re same (.2).
10/13/22	Allyson B. Smith	0.40	Telephone conferences with P. Farley, BRG re customer inquiries.
10/13/22	Josh Sussberg, P.C.	0.20	Correspond with C. Okike, K&E team re PR effort and Teneo.
10/14/22	Ziv Ben-Shahar	0.10	Telephone conference with customer re case updates.
10/14/22	Jacqueline Hahn	0.20	Update voicemail inbox.
10/14/22	Gelareh Sharafi	0.50	Revise voicemail log and customers letter tracker (.3); correspond with C. Terry, K&E team re same (.2).
10/17/22	Christine A. Okike, P.C.	1.30	Review FAQs.
10/17/22	Gelareh Sharafi	0.50	Revise voicemail log and customers letter tracker (.3); correspond with C. Terry, K&E team re same (.2).
10/17/22	Claire Terry	0.10	Telephone conference with party in interest re inquiry.
10/18/22	Gelareh Sharafi	0.50	Revise voicemail log and customers letter tracker (.3); correspond with C. Terry, K&E team re same (.2).
10/19/22	Gelareh Sharafi	0.50	Revise voicemail log and costumers letter tracker (.3); correspond with C. Terry, K&E team re same (.2).
10/19/22	Lydia Yale	0.20	Revise voicemail log.
10/20/22	Christine A. Okike, P.C.	0.80	Review communications materials.

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Customer and Vendor Communications

Invoice Number: 1050069647  
 Matter Number: 53320-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/20/22	Gelareh Sharafi	0.50	Correspond with customers re customer inquiry (.2); correspond with BRG team, Stretto team re same (.3).
10/20/22	Gelareh Sharafi	0.50	Revise voicemail log and customers letter tracker (.3); correspond with C. Terry, K&E team re same (.2).
10/21/22	Jacqueline Hahn	0.20	Update voicemail log.
10/21/22	Christine A. Okike, P.C.	0.70	Review communications materials.
10/21/22	Gelareh Sharafi	0.30	Correspond with BRG team, Stretto team and customers re case updates, inquiries.
10/21/22	Gelareh Sharafi	0.50	Revise customers letter tracker, voicemail log (.3); correspond with C. Terry, K&E team re same (.2).
10/24/22	Olivia Acuna	0.20	Correspond with customer, L. Sanchez re mailing distribution list.
10/24/22	Erica D. Clark	0.70	Analyze plan documents re vendors (.3); draft proposed communication to vendors (.4).
10/24/22	Jacqueline Hahn	0.30	Update voicemail inbox.
10/24/22	Gelareh Sharafi	0.50	Correspond with BRG, Stretto, K&E teams and customers re customers inquiries (.4); telephone conferences with customers re case status (.1).
10/24/22	Gelareh Sharafi	0.50	Revise voicemail box and customers letter tracker (.3); correspond with C. Terry, K&E team re same (.2).
10/25/22	Erica D. Clark	0.70	Analyze plan documents re vendors (.1); draft proposed communication to vendors (.4); correspond with A. Smith, K&E team, Company re same (.2).
10/25/22	Jacqueline Hahn	0.20	Update voicemail inbox.
10/25/22	Christine A. Okike, P.C.	0.10	Correspond with Company re vendor question.
10/25/22	Gelareh Sharafi	0.40	Revise voicemail log and letter tracker (.3); correspond with C. Terry, K&E team re same (.1).
10/26/22	Jacqueline Hahn	0.20	Update voicemail inbox.
10/26/22	Gelareh Sharafi	0.40	Revise voicemail log, letter tracker re customers inquiry (.3); correspond with C. Terry, K&E team re same (.1).
10/27/22	Gelareh Sharafi	0.50	Revise voicemail log and customers letter tracker (.4); correspond with C. Terry, K&E team re same (.1).

Legal Services for the Period Ending October 31, 2022  
Voyager Digital Ltd.

Invoice Number: 1050069647  
Matter Number: 53320-8

Customer and Vendor Communications

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/28/22	Gelareh Sharafi	0.50	Revise letter tracker, voicemail log (.4); correspond with C. Terry, K&E team re same (.1).
10/31/22	Gelareh Sharafi	0.50	Revise voicemail log, customers letter tracker (.4); correspond with C. Terry, K&E team re same (.1).
<b>Total</b>		<b>25.20</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

December 2, 2022

Voyager Digital Ltd.  
33 Irving Place, Suite 3060  
New York, NY 10003

Attn: David Brosgol

**Invoice Number: 1050069640**

**Client Matter: 53320-10**

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**In the Matter of Official Committee Matters and Meetings**

For legal services rendered through October 31, 2022  
(see attached Description of Legal Services for detail)

\$ 18,766.50

Total legal services rendered

\$ 18,766.50

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069640

Voyager Digital Ltd.

Matter Number:

53320-10

Official Committee Matters and Meetings

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**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Olivia Acuna	1.10	910.00	1,001.00
Nicholas Adzima	2.00	1,115.00	2,230.00
Zac Ciullo	2.40	1,155.00	2,772.00
Nikki Gavey	1.40	1,035.00	1,449.00
Christopher Marcus, P.C.	0.60	1,845.00	1,107.00
Melissa Mertz	0.50	910.00	455.00
Christine A. Okike, P.C.	1.90	1,640.00	3,116.00
Michael B. Slade	1.10	1,645.00	1,809.50
Allyson B. Smith	0.60	1,235.00	741.00
Josh Sussberg, P.C.	2.00	1,845.00	3,690.00
Rachel Young	0.60	660.00	396.00
<b>TOTALS</b>	<b>14.20</b>		<b>\$ 18,766.50</b>

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Official Committee Matters and Meetings

Invoice Number: 1050069640  
 Matter Number: 53320-10

### **Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
10/03/22	Michael B. Slade	0.30	Telephone conference with UCC counsel re status, next steps.
10/03/22	Josh Sussberg, P.C.	0.20	Telephone conference with M. Slade re case status and next steps.
10/04/22	Josh Sussberg, P.C.	0.20	Telephone conference with J. Dermont re UCC status (.1); correspond with UCC re same (.1).
10/05/22	Zac Ciullo	0.20	Correspond with document vendor re production of responsive documents responsive to UCC document request.
10/05/22	Melissa Mertz	0.50	Telephone conference with A. Smith, K&E team, Moelis, Company, UCC advisors re case updates, status.
10/05/22	Christine A. Okike, P.C.	0.50	Weekly telephone conference with FTI, McDermott, BRG, Moelis, A. Smith, K&E team.
10/06/22	Zac Ciullo	1.80	Review and coordinate production of documents responsive to UCC document requests (1.3); telephone conference with M. Slade re strategy re same (.5).
10/06/22	Josh Sussberg, P.C.	0.10	Correspond with UCC re next steps.
10/07/22	Zac Ciullo	0.40	Analyze UCC draft letter to creditors re plan confirmation.
10/07/22	Allyson B. Smith	0.60	Conference with Z. Ciullo, K&E team re UCC letter.
10/07/22	Josh Sussberg, P.C.	0.40	Review UCC letter re plan and correspond re same (.2); telephone conference with M. Slade re UCC letter (.1); review response to UCC letter (.1).
10/10/22	Michael B. Slade	0.80	Telephone conference with counsel for UCC re next steps.
10/12/22	Olivia Acuna	0.70	Video conference with BRG, Moelis, MWE, FTI teams re case coordination.
10/12/22	Nicholas Adzima	1.10	Conferences with UCC, C. Okike, K&E team, UCC re status, next steps (.8); prepare materials re same (.3).
10/12/22	Nikki Gavey	0.50	Telephone conference with MWE, FTI, C. Okike, K&E team, Moelis, BRG re case coordination.

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Official Committee Matters and Meetings

Invoice Number: 1050069640  
 Matter Number: 53320-10

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/12/22	Christine A. Okike, P.C.	0.50	Weekly telephone conference with McDermott, FTI, Moelis, BRG, N. Adzima, K&E teams.
10/12/22	Rachel Young	0.60	Attend telephone conference with A. Smith, K&E team, MWE, FTI, Moelis and BRG teams re case updates.
10/13/22	Josh Sussberg, P.C.	1.10	Telephone conference with S. Ehrlich re status and response to UCC objection (.3); telephone conference with D. Azman re status (.2); telephone conference with A. Dieterich re next steps (.3); correspond with A. Smith, K&E team re same (.3).
10/26/22	Olivia Acuna	0.40	Video conference with E. Swager, K&E, BRG, Moelis, FTI teams re case status.
10/26/22	Nicholas Adzima	0.90	Conferences with C. Okike, K&E, BRG teams, Moelis, MWE, FTI re status, next steps (.7); correspond with A. Smith, K&E team re materials for same (.2).
10/26/22	Nikki Gavey	0.90	Telephone conference with A. Smith, K&E team, BRG, Moelis, FTI and MWE re case status, deal updates.
10/26/22	Christine A. Okike, P.C.	0.90	Weekly telephone conference with McDermott, FTI, Moelis, BRG, N. Adzima, K&E team.
10/27/22	Christopher Marcus, P.C.	0.60	Analyze UCC sharing protocol.
<b>Total</b>		<b>14.20</b>	



**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

December 2, 2022

Voyager Digital Ltd.  
33 Irving Place, Suite 3060  
New York, NY 10003

Attn: David Brosgol

**Invoice Number: 1050069639**

**Client Matter: 53320-11**

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**In the Matter of Use, Sale, and Disposition of Property**

For legal services rendered through October 31, 2022  
(see attached Description of Legal Services for detail)

\$ 285,829.50

Total legal services rendered

\$ 285,829.50

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069639

Voyager Digital Ltd.

Matter Number:

53320-11

Use, Sale, and Disposition of Property

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Olivia Acuna	0.40	910.00	364.00
Nicholas Adzima	8.00	1,115.00	8,920.00
Erica D. Clark	7.20	1,115.00	8,028.00
Nikki Gavey	2.10	1,035.00	2,173.50
Susan D. Golden	1.30	1,315.00	1,709.50
Luci Hague	1.00	1,235.00	1,235.00
Richard U. S. Howell, P.C.	5.30	1,435.00	7,605.50
Eduardo Miro Leal	11.50	1,235.00	14,202.50
Wes Lord	4.70	660.00	3,102.00
Mario Mancuso, P.C.	0.50	1,830.00	915.00
Christopher Marcus, P.C.	4.10	1,845.00	7,564.50
Melissa Mertz	20.40	910.00	18,564.00
Aidan S. Murphy	0.50	1,170.00	585.00
Christine A. Okike, P.C.	24.80	1,640.00	40,672.00
Anne G. Peetz	0.30	1,260.00	378.00
Laura Saal	4.30	480.00	2,064.00
Michael B. Slade	0.40	1,645.00	658.00
Allyson B. Smith	45.70	1,235.00	56,439.50
Josh Sussberg, P.C.	1.20	1,845.00	2,214.00
Evan Swager	53.10	1,035.00	54,958.50
Steve Toth	11.20	1,430.00	16,016.00
Sal Trinchetto	9.40	795.00	7,473.00
Lindsay Wasserman	32.50	910.00	29,575.00
Lydia Yale	1.40	295.00	413.00
<b>TOTALS</b>	<b>251.30</b>		<b>\$ 285,829.50</b>

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Use, Sale, and Disposition of Property

Invoice Number: 1050069639  
 Matter Number: 53320-11

### **Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
10/01/22	Josh Sussberg, P.C.	0.10	Correspond with C. Okike, K&E team re auction results and UCC status.
10/02/22	Josh Sussberg, P.C.	0.10	Telephone conference with D. Brosgol re auction.
10/02/22	Josh Sussberg, P.C.	0.10	Correspond with C. Okike, K&E team re confidential bidder.
10/03/22	Erica D. Clark	0.90	Analyze issues re VYGR transaction (.5); conference with L. Wasserman, K&E team, BRG and Company re same (.4).
10/03/22	Nikki Gavey	0.40	Telephone conference with Company, E. Clark, L. Wasserman re VYGR transaction.
10/03/22	Richard U. S. Howell, P.C.	0.50	Review materials re results of auction and restructuring options.
10/03/22	Eduardo Miro Leal	4.00	Finalize post-signing memorandum (2.0); correspond with Company and A. Smith, K&E team re same (1.0); telephone conference with Company re checklist and memorandum (1.0).
10/03/22	Melissa Mertz	3.90	Draft objection reply re sale issue (2.8); review, analyze precedent re same (.6); analyze issues re same (.5).
10/03/22	Aidan S. Murphy	0.50	Telephone conference re closing checklist and IOC memo.
10/03/22	Allyson B. Smith	2.70	Telephone conference with E. Leal, K&E team, Company re transfer logistics (1.0); correspond with BRG, Company re same (1.0); review, comment on workplan (.7).
10/03/22	Sal Trinchetto	0.40	Draft interim operating agreement memo (.1); conference with A. Murphy, K&E team and management team re closing checklist (.2); draft closing checklist (.1).
10/03/22	Lindsay Wasserman	0.60	Telephone conference with company, E. Clark re joint venture transfer (.4); correspond with Company, E. Clark re same (.2).
10/04/22	Erica D. Clark	3.30	Draft JV sale motion/declaration (1.6); analyze relevant materials re same (1.5); correspond with L. Wasserman, K&E team re same (.2).
10/04/22	Richard U. S. Howell, P.C.	0.80	Review materials re results of auction and restructuring options.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/04/22	Eduardo Miro Leal	2.50	Telephone conference with BRG and Moelis teams re transition (1.0); correspond with Company and A. Smith, K&E team re pending matters re sale integration workstreams (1.5).
10/04/22	Allyson B. Smith	4.10	Telephone conference with BRG, E. Leal, K&E, Moelis teams re sale transition logistics (1.0); follow up correspondence re same (.8); telephone conference with P. Farley re same, workplan (.9); review, comment on same (.6); correspond with Company re questions for same (.3); telephone conference with Company re logistics (.5).
10/04/22	Sal Trinchetto	0.20	Correspond with E. Leal and T. Martin re return of escrow funds.
10/04/22	Lindsay Wasserman	2.00	Draft motion, declaration re joint venture transfer.
10/05/22	Olivia Acuna	0.10	Correspond with O. Pare re motion to return collateral.
10/05/22	Wes Lord	0.60	Review and analyze sale motion.
10/05/22	Christine A. Okike, P.C.	0.20	Telephone conference with B. Tichenor re VGX options.
10/05/22	Allyson B. Smith	0.70	Telephone conference with B. Tichenor, M. Mestayer re Coinify (.2); correspond with J. Sussberg, K&E team re same (.5).
10/06/22	Erica D. Clark	0.40	Prepare for conference with K&E team, Company re JV sale (.2); telephone conference with A. Smith, K&E team, Company re same (.2).
10/06/22	Nikki Gavey	0.20	Telephone conference with Company, A. Smith, E. Clark re VYGR transaction.
10/06/22	Richard U. S. Howell, P.C.	0.40	Review materials re results of auction and restructuring options.
10/06/22	Eduardo Miro Leal	2.00	Correspond with Company and A. Smith, K&E team re post-signing deliverables (1.4); telephone conference with Company re potential IP sale [(.6).
10/06/22	Christopher Marcus, P.C.	0.80	Telephone conference with UCC re confidential bid (.5); telephone conference with S. Simms re sale strategy (.3).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/06/22	Allyson B. Smith	4.20	Conference with Moelis, E. Leal, K&E, UCC re FTX deal (.5); conference with E. Clark, Company re JV transfer (.2); correspond with E. Clark, K&E team re same (.5); review motion for same (1.7); telephone conference with B. Tichenor re FTX communications (.2); correspond with BRG, E. Leal, K&E teams re transfer logistics, workplan (.6); telephone conference with M. Slade re same (.5).
10/06/22	Lindsay Wasserman	0.60	Review and revise motion, declaration re joint venture transfer.
10/07/22	Erica D. Clark	0.20	Correspond with L. Wasserman, K&E team re JV sale motion, declaration.
10/07/22	Nikki Gavey	0.40	Telephone conference with Company, E. Clark, L. Wasserman re VYGR transaction.
10/07/22	Allyson B. Smith	1.60	Telephone conferences with Company, Moelis, BRG teams re transition logistics (.5); review workplan (.5); correspond with M. Slade re same (.6).
10/07/22	Josh Sussberg, P.C.	0.30	Correspond with C. Okike, K&E team re plan issues (.1); review same (.2).
10/08/22	Erica D. Clark	0.10	Conference with L. Wasserman re JV sale motion/declaration.
10/08/22	Melissa Mertz	1.30	Revise APA reply.
10/09/22	Steve Toth	0.30	Prepare correspondence re APA draft and related communications.
10/10/22	Erica D. Clark	0.90	Revise, analyze JV sale motion (.8); correspond with L. Wasserman, K&E team re same (.1).
10/10/22	Nikki Gavey	0.40	Review, revise VYGR stipulation.
10/10/22	Eduardo Miro Leal	1.00	Correspond with A. Smith, internal team re post-signing obligations.
10/10/22	Christine A. Okike, P.C.	0.30	Telephone conference with J. Henes re bid (.2); correspond with D. Azman re same (.1).
10/10/22	Josh Sussberg, P.C.	0.10	Correspond with C. Okike re bid and status.
10/10/22	Lindsay Wasserman	4.20	Draft joint venture sale stipulation (1.2); draft sale motion re joint venture (2.0); draft declaration in support of sale motion (1.0).
10/11/22	Melissa Mertz	1.20	Review, revise APA reply.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/11/22	Christine A. Okike, P.C.	0.90	Telephone conference with Company, FTX, S&C and A. Smith, K&E teams re transition mechanics (.7); review APA (.2).
10/11/22	Allyson B. Smith	0.70	Telephone conference with FTX, S&C re transition logistics.
10/11/22	Evan Swager	7.20	Review, review APA reply.
10/11/22	Steve Toth	0.60	Participate in telephone conference with S&C, FTX, Company, C. Okike, K&E team and Moelis re closing and migration mechanics.
10/11/22	Lindsay Wasserman	1.70	Review and revise sale stipulation (1.5); correspond with N. Sauer, K&E team re same (.2).
10/12/22	Erica D. Clark	0.20	Analyze revised VYGR sale motion (.1); correspond with L. Wasserman, K&E team re same (.1).
10/12/22	Melissa Mertz	0.60	Telephone conference with C. Okike, FTI, MWE, Moelis re sale updates.
10/12/22	Evan Swager	15.20	Review, revise APA reply (7.7); review objections re same (5.0); conferences with N. Adzima, M. Mertz re objections (1.0); telephone conference with A. Smith, K&E team, S&C team re objections (.5); telephone conference with A. Smith, all advisors re same (.5); telephone conference with A. Smith re objections (.5).
10/12/22	Lindsay Wasserman	2.30	Review and revise sale motion re joint venture (.8); review and revise declaration re sale motion (1.0); review and revise stipulation re joint venture sale (.5).
10/13/22	Nicholas Adzima	1.80	Review, revise APA reply (1.4); correspond with A. Smith, E. Swager re same (.4).
10/13/22	Richard U. S. Howell, P.C.	3.00	Review objections to APA and disclosure statement (1.6); telephone conferences with A. Smith, K&E team re same (1.0); draft correspondence re same (.4).
10/13/22	Eduardo Miro Leal	1.00	Correspond with Company and A. Smith, K&E team re post-signing matters.
10/13/22	Christopher Marcus, P.C.	1.80	Analyze comments to APA (1.0); analyze objections to APA (.8).
10/13/22	Christine A. Okike, P.C.	0.50	Telephone conference with B. Tichenor re APA objections (.2); review bidder proposal (.3).

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10/13/22	Evan Swager	13.60	Telephone conference with A. Smith, K&E team re intercompany issues (.9); review, revise APA reply (11.7); conference with M. Mertz re same (1.0).
10/14/22	Luci Hague	1.00	Prepare for CFIUS telephone conference (.3); participate in same (.5); correspond with C. Okike re updates re same (.1); review and revise list of follow-up questions from E. Krum (.1).
10/14/22	Mario Mancuso, P.C.	0.50	Correspond with L. Hague re CFIUS assessment.
10/14/22	Christopher Marcus, P.C.	0.80	Analyze updates re confidential bidder.
10/14/22	Melissa Mertz	3.10	Review, revise APA motion reply (2.1); correspond with E. Swager re same (1.0).
10/14/22	Christine A. Okike, P.C.	1.50	Review bidder proposal (.6); telephone conference with Moelis, BRG and A. Smith K&E teams re same (.4); telephone conference with B. Glueckstein, S&C team, A. Smith, K&E team re APA (.4); telephone conference with A. Smith re same (.1).
10/14/22	Allyson B. Smith	3.30	Analyze objections to APA motion (.6); analyze revised bidder proposal (.5); conference with K&E team, BRG, Moelis re same (.4); conference with bidder re same (.4); review, comment on APA reply (.7); correspond with N. Adzima, K&E team re same (.6); conference with Kelley Dyre re JV sale (.1).
10/14/22	Josh Sussberg, P.C.	0.10	Correspond with C. Okike re confidential bidder proposal.
10/14/22	Evan Swager	4.40	Review, revise APA reply (3.6); telephone conference with A. Smith, K&E team, Moelis team re potential transactions (.4); telephone conference with C. Okike, K&E team, S&C team re objections (.4).
10/14/22	Steve Toth	0.50	Analyze bidder proposal (.3); correspond with C. Okike, K&E team re APA (.2).
10/14/22	Lindsay Wasserman	0.60	Review and revise sale motion re joint venture.
10/15/22	Christopher Marcus, P.C.	0.40	Review, analyze objections to APA.
10/15/22	Melissa Mertz	1.90	Review, revise APA motion reply.

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 Voyager Digital Ltd.

Invoice Number: 1050069639  
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Use, Sale, and Disposition of Property

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/15/22	Christine A. Okike, P.C.	3.20	Review, analyze APA objections (1.0); review and revise reply to APA objections (2.2).
10/15/22	Evan Swager	2.10	Review, revise DS reply (1.1); correspond with M. Mertz, K&E team re same (1.0).
10/16/22	Wes Lord	4.10	Research precedent 363 orders for APA language.
10/16/22	Melissa Mertz	8.00	Review, revise APA motion reply (6.7); correspond with M. Slade, K&E team re comments to same (.4); correspond with E. Swager re same (.9).
10/16/22	Christine A. Okike, P.C.	3.10	Review APA reply (2.8); review, analyze APA (.3).
10/16/22	Michael B. Slade	0.40	Revise APA reply.
10/16/22	Evan Swager	4.00	Review, revise APA reply.
10/17/22	Richard U. S. Howell, P.C.	0.60	Review sale objections and related materials (.1); telephone conference with C. Okike re same (.5).
10/17/22	Christine A. Okike, P.C.	4.80	Telephone conference with B. Tichenor, Moelis team, M. Slade, K&E team re APA hearing (1.5); review APA reply (1.3); telephone conference with Moelis, BRG and A. Smith, K&E team re open issues (.2); review APA order (.6); draft talking points re APA motion (1.2).
10/17/22	Laura Saal	1.00	Prepare for and file amended asset purchase agreement (.8); coordinate service of same (.2).
10/17/22	Evan Swager	2.40	Correspond with A. Smith K&E team re objections (.3); review, revise APA (.5); review, revise APA order (.8); review, revise APA amendment (.8).
10/17/22	Steve Toth	0.80	Analyze correspondence re APA revisions (.2); analyze APA and amendment (.6).
10/18/22	Eduardo Miro Leal	1.00	Correspond with Company and A. Smith, K&E team re APA amendment.
10/18/22	Christine A. Okike, P.C.	4.10	Review APA reply (1.3); review APA order (.3); prepare for APA hearing (2.5).



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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/18/22	Laura Saal	2.10	Prepare reply to objections to asset purchase agreement motion (.5); file same (.4); coordinate service of same (.2); prepare revised proposed asset purchase agreement order (.4); file same (.4); coordinate service of same (.2).
10/18/22	Evan Swager	4.20	Review, revise APA reply (1.4); review, revise APA order (.8); prepare APA documents for filing (1.4); telephone conference with A. Smith, K&E team, Moelis, BRG re bidder (.6).
10/18/22	Steve Toth	1.90	Conference with Moelis, BRG, MWE, FTI, A. Smith, K&E team re sale hearing and related matters (.5); analyze bidder APA and prepare issues list (1.4).
10/19/22	Christine A. Okike, P.C.	1.40	Review APA and APA approval order.
10/19/22	Laura Saal	0.70	Prepare compiled version of the proposed asset purchase agreement order (.1); file same (.1); coordinate service of same (.1) prepare notice of filing revised asset purchase agreement order (.1); compile filing version of same (.1); file same (.1); coordinate service of same (.1).
10/19/22	Allyson B. Smith	2.90	Conference with S. Toth, K&E team re revised APA order (.2); revise same (2.7).
10/19/22	Steve Toth	0.60	Analyze revised ECL (.4); conference with A. Smith re APA (.2).
10/19/22	Lindsay Wasserman	0.80	Review and revise motion to approve the joint venture purchase agreement.
10/20/22	Nicholas Adzima	1.10	Correspond with A. Smith, K&E team re revised APA, order.
10/20/22	Erica D. Clark	0.40	Analyze revised JV motion (.3); correspond with A. Smith, K&E team re same (.1).
10/20/22	Christine A. Okike, P.C.	1.80	Review APA and APA order (1.1); review Texas's comments to APA order (.5); telephone conference with A. Smith re same (.1); telephone conference with D. Azman re no shop provision (.1).
10/20/22	Anne G. Peetz	0.30	Telephone conference with A. Smith re transaction.
10/20/22	Laura Saal	0.50	File first amendment to asset purchase agreement (.3); coordinate service of same (.2).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/20/22	Allyson B. Smith	3.20	Conferences with C. Okike, D. Azman re revised APA, no-shop provision (.1); review revised amendment to APA (1.6); correspond with S. Toth, K&E team, Moelis, MWE, S&C re same (1.5).
10/20/22	Josh Sussberg, P.C.	0.30	Correspond with D. Brosgol re no shop (.1); telephone conference with S. Toth re same (.1); correspond with Moelis re same (.1).
10/20/22	Steve Toth	1.50	Prepare correspondence re APA and no shop (.8); finalize APA (.3); analyze correspondence re fiduciary issues (.1); correspond with Company re same (.2); correspond with A. Smith re same (.1).
10/20/22	Sal Trinchetto	0.80	Correspond with E. Leal, K&E team re release of escrow deposits.
10/20/22	Lindsay Wasserman	2.80	Review and revise stipulation re joint venture sale (.8); review and revise motion to approve joint venture purchase agreement (1.2); review and revise declaration in support thereof (.4); correspond with N. Sauer, E. Clark re pleadings (.4).
10/20/22	Lydia Yale	1.40	Draft a notice of filing second amended asset purchase agreement (.5); file same (.9).
10/21/22	Nicholas Adzima	0.80	Conferences with A. Smith, working group re revised no-shop language.
10/21/22	Christopher Marcus, P.C.	0.30	Analyze updates re provisions of asset purchase agreement.
10/21/22	Melissa Mertz	0.40	Telephone conference with A. Smith, K&E team, Moelis team re APA issues.
10/21/22	Allyson B. Smith	1.20	Conferences with N. Adzima, K&E team re no-shop (.8); correspond with S. Toth, K&E team re transition workplan (.4).
10/21/22	Josh Sussberg, P.C.	0.10	Correspond with Company, Teneo re PR related to sale agreement approval.
10/21/22	Steve Toth	1.50	Conference with A. Smith, K&E team, Moelis and BRG re no shop provision (.8); analyze JV sale agreement (.7).
10/21/22	Sal Trinchetto	0.10	Correspond with escrow agent re written instruction.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/21/22	Lindsay Wasserman	2.70	Review and revise motion to approve joint venture purchase agreement (1.4); correspond with A. Smith, K&E team re same (.2); review and revise declaration in support of motion to approve purchase agreement (.8); correspond with A. Smith, K&E team re same (.3).
10/22/22	Steve Toth	0.90	Revise JV sale agreement.
10/22/22	Lindsay Wasserman	4.20	Review and revise motion re sale of joint venture (2.5); review and revise declaration re same (1.3); correspond with A. Smith, Kelley Drye re same (.4).
10/23/22	Sal Trinchetto	0.50	Correspond with bidders re wire information for escrow release.
10/24/22	Erica D. Clark	0.80	Analyze issues and correspondence re JV motion (.3); correspond with L. Wasserman, K&E team re same (.2); comment on JV motion re same (.3).
10/24/22	Christine A. Okike, P.C.	0.20	Telephone conference with J. Henes re bid.
10/24/22	Allyson B. Smith	3.20	Analyze issues, correspondence and comment re JV pleadings (1.2); correspond with S. Toth re JV sale agreement (.2); review, analyze same (.8); correspond with S. Ehrlich, Company re same (1.0).
10/24/22	Steve Toth	0.60	Analyze JV sale agreement.
10/24/22	Sal Trinchetto	4.20	Draft instruction to release escrow funds.
10/24/22	Lindsay Wasserman	4.00	Review and revise motion re joint venture sale (2.5); review and revise declaration re same (1.5).
10/25/22	Nikki Gavey	0.50	Correspond with A. Smith, K&E team re VYGR sale (.2); review, analyze documentation re same (.3).
10/25/22	Christine A. Okike, P.C.	0.20	Telephone conference with A. Smith re sale issues.
10/25/22	Steve Toth	0.20	Participate in telephone conference with Moelis, A. Smith, K&E team re sale of other assets.
10/25/22	Sal Trinchetto	0.30	Correspond with depositors and escrow agent re release of deposits.
10/25/22	Lindsay Wasserman	1.30	Review and revise motion re sale of joint venture interests (.7); review and revise declaration re same (.6).

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Use, Sale, and Disposition of Property

Invoice Number: 1050069639  
 Matter Number: 53320-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/26/22	Olivia Acuna	0.30	Correspond with A. Smith re executed unwind agreement (.1); compile and circulate documents re same (.2).
10/26/22	Christine A. Okike, P.C.	2.10	Review VYGR sale motion, order and declaration.
10/26/22	Allyson B. Smith	6.80	Review, comment on VYGR sale documents (2.3); correspond with C. Okike re same (.2); correspond with O. Acuna re payoff letter (.1); correspond with S&C re same (.2); participate in standing call with Company advisors, UCC advisors, K&E team re sale status (.8); address FTX transition issues (3.2).
10/26/22	Steve Toth	0.80	Participate in weekly telephone conference with Moelis, BRG, A. Smith, K&E team, MWE and FTI re case coordination, business operations.
10/26/22	Sal Trinchetto	0.30	Correspond re bid deposit escrow release.
10/26/22	Lindsay Wasserman	1.50	Review and revise motion re sale of joint venture interests.
10/27/22	Nicholas Adzima	0.80	Prepare destruction letter re NDAs (.4); correspond with D. Brosgol, A. Smith, K&E team re same (.4).
10/27/22	Allyson B. Smith	0.40	Correspond with B. Tichenor re data requests.
10/27/22	Steve Toth	0.80	Correspond with Company re APA schedules questions (.2); prepare return/destroy notice (.6).
10/27/22	Sal Trinchetto	1.00	Correspond with A. Murphy, K&E team re APA.
10/28/22	Nicholas Adzima	1.20	Review, revise bidding process letter (.8); correspond with A. Smith, K&E team, B. Tichenor, Moelis re same (.4).
10/28/22	Susan D. Golden	0.40	Correspond with Y. French re APA and auction.
10/28/22	Christine A. Okike, P.C.	0.30	Telephone conference with Company, Moelis and A. Smith, K&E teams re customer migration information.
10/28/22	Lindsay Wasserman	1.60	Review and revise motion re sale of joint venture interests.
10/29/22	Susan D. Golden	0.90	Telephone conference with Y. French and M. Slade re APA schedules and GDPR (.4); zoom with A. Smith, E. Swager, Y. French, M. Slade re APA schedules (.5).

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Use, Sale, and Disposition of Property

Invoice Number: 1050069639  
 Matter Number: 53320-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/29/22	Allyson B. Smith	1.80	Conference with M. Slade, K&E team re FTX transfer issues (.4); review, analyze issues re same (.7); review, revise JV transfer documents (.7).
10/29/22	Lindsay Wasserman	0.20	Review motion to sell joint venture interests (.1); review declaration re same (.1).
10/30/22	Nicholas Adzima	1.10	Review, revise process letter (.8); correspond with C. Okike, K&E team, C. Morris, Moelis teams re same (.3).
10/30/22	Allyson B. Smith	1.00	Correspond with Moelis re process letter (.1); conference with S. Ehrlich re JV transfer (.5); revise documents for same (.4).
10/30/22	Lindsay Wasserman	1.40	Review and revise motion re sale of joint venture interests (.7); review and revise declaration re same (.7).
10/31/22	Nicholas Adzima	1.20	Conferences with C. Okike, K&E team, B. Tichenor, Moelis team re process letter (.5); correspond with C. Okike, K&E team, B. Tichenor, Moelis team re APA (.4); correspond with D. Brosgol, A. Smith re destruction notice (.3).
10/31/22	Nikki Gavey	0.20	Telephone conference with Moelis, A. Smith, K&E team re auction for non-FTX assets.
10/31/22	Christine A. Okike, P.C.	0.20	Telephone conference with Moelis and K&E teams re IP sale.
10/31/22	Allyson B. Smith	7.90	Telephone conference with C. Okike, K&E team, Moelis team re process letter (.2); conferences with S. Ehrlich re JV transfer (1.1); correspond with M. Jensen re same, LGO entity (1.1); conferences with MWE, FTI re JV transfer (1.1); review, revise documents for same (2.2); correspond with Kelley Drye re same (1.1); conferences with Company re FTX transfer mechanics (1.1).
10/31/22	Steve Toth	0.20	Participate in telephone conference with Moelis and A. Smith, K&E team re non-FTX asset sale process.
10/31/22	Sal Trinchetto	1.60	Draft conformed executed APA and schedules to same.
<b>Total</b>		<b>251.30</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

December 2, 2022

Voyager Digital Ltd.  
33 Irving Place, Suite 3060  
New York, NY 10003

Attn: David Brosgol

**Invoice Number: 1050069626**

**Client Matter: 53320-12**

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**In the Matter of Corp., Governance, & Securities Matters**

For legal services rendered through October 31, 2022  
(see attached Description of Legal Services for detail)

\$ 36,710.50

Total legal services rendered

\$ 36,710.50

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069626

Voyager Digital Ltd.

Matter Number:

53320-12

Corp., Governance, &amp; Securities Matters

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Nicholas Adzima	5.20	1,115.00	5,798.00
Richard U. S. Howell, P.C.	0.20	1,435.00	287.00
Christopher Marcus, P.C.	1.00	1,845.00	1,845.00
Christine A. Okike, P.C.	2.70	1,640.00	4,428.00
Oliver Pare	5.20	910.00	4,732.00
Michael B. Slade	6.30	1,645.00	10,363.50
Allyson B. Smith	1.10	1,235.00	1,358.50
Josh Sussberg, P.C.	3.10	1,845.00	5,719.50
Evan Swager	1.00	1,035.00	1,035.00
Steve Toth	0.80	1,430.00	1,144.00
<b>TOTALS</b>	<b>26.60</b>		<b>\$ 36,710.50</b>

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Corp., Governance, & Securities Matters

Invoice Number: 1050069626  
 Matter Number: 53320-12

### **Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
10/02/22	Josh Sussberg, P.C.	0.20	Correspond _____ re FT story and response to same.
10/04/22	Michael B. Slade	0.40	Telephone conference with Day Pitney re open issues.
10/07/22	Richard U. S. Howell, P.C.	0.20	Review discovery requests and provide comments re same.
10/07/22	Oliver Pare	0.50	Review, revise board minutes.
10/07/22	Michael B. Slade	1.20	Review and comment on board materials.
10/08/22	Nicholas Adzima	1.30	Review, revise minutes (1.0); correspond with A. Smith, K&E team, D. Brosgol re same (.3).
10/08/22	Oliver Pare	0.30	Review, revise board minutes (.2); correspond with M. Slade and K&E team re same (.1).
10/08/22	Josh Sussberg, P.C.	0.30	Review, analyze minutes (.2); correspond with A. Smith, K&E team, Company re same (.1).
10/10/22	Oliver Pare	0.20	Compile board minutes (.1); correspond with M. Slade re same (.1).
10/10/22	Josh Sussberg, P.C.	0.10	Telephone conference with T. Pohl re case status.
10/11/22	Oliver Pare	1.30	Review, revise board minutes (.9); correspond with N. Adzima and K&E team re same (.4).
10/11/22	Michael B. Slade	2.70	Telephone conference with FTX team re transition plan (1.0); telephone conference with special committee counsel re status and correspondence re same (.8); review and edit disclosure statement and correspondence re same (.9).
10/11/22	Josh Sussberg, P.C.	0.20	Telephone conference with M. Slade re investigation status and correspond re same.
10/16/22	Michael B. Slade	1.20	Telephone conferences re potential settlement (.7); review and comment on forms re same (.5).
10/17/22	Josh Sussberg, P.C.	0.10	Correspond with A. Smith re board meeting and next steps.
10/21/22	Michael B. Slade	0.40	Telephone conference with D. Brosgol, J. Sussberg, C. Daniel, W. Pruitt re board conference.
10/21/22	Josh Sussberg, P.C.	0.50	Telephone conference with D. Brosgol, C. Daniel, M. Slade and W. Pruitt re board prep.



Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Corp., Governance, & Securities Matters

Invoice Number: 1050069626  
 Matter Number: 53320-12

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/24/22	Josh Sussberg, P.C.	0.10	Correspond with M. Slade, K&E team re status and discovery demand.
10/26/22	Nicholas Adzima	1.30	Review, revise board materials (.6); correspond with E. Swager, K&E team re same (.7).
10/26/22	Christine A. Okike, P.C.	1.20	Review, analyze board materials.
10/26/22	Josh Sussberg, P.C.	0.10	Correspond with C. Okike, K&E team re board materials.
10/27/22	Nicholas Adzima	2.10	Participate in board meeting (1.1); review, revise board minutes (.7); correspond with A. Smith, K&E team re same (.3).
10/27/22	Christopher Marcus, P.C.	1.00	Attend board telephone conference.
10/27/22	Christine A. Okike, P.C.	1.50	Prepare for board meeting (.2); participate in same (1.1); follow up telephone conference with B. Tichenor re same (.2).
10/27/22	Oliver Pare	2.50	Participate in board meeting (1.1); draft minutes re same (1.1); review, revise same (.3).
10/27/22	Allyson B. Smith	1.10	Participate in board call.
10/27/22	Josh Sussberg, P.C.	1.10	Attend board meeting (.9); correspond re same (.2).
10/27/22	Evan Swager	1.00	Participate in board telephone conference.
10/27/22	Steve Toth	0.80	Participate in board call with Company, A. Smith, K&E team, Moelis and BRG.
10/30/22	Nicholas Adzima	0.50	Review, revise board minutes (.4); correspond with O. Pare, K&E team re same (.1).
10/30/22	Oliver Pare	0.40	Review, revise board meeting minutes.
10/30/22	Josh Sussberg, P.C.	0.40	Review and comment on board minutes from 10/27 meeting (.3); correspond with A. Smith, K&E team re same (.1).
10/31/22	Michael B. Slade	0.40	Telephone conference with C. Okike re intercompany issues.
<b>Total</b>		<b>26.60</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

December 2, 2022

Voyager Digital Ltd.  
33 Irving Place, Suite 3060  
New York, NY 10003

Attn: David Brosgol

**Invoice Number: 1050069627**

**Client Matter: 53320-13**

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**In the Matter of Employee Matters**

For legal services rendered through October 31, 2022  
(see attached Description of Legal Services for detail)

\$ 7,110.50

Total legal services rendered

\$ 7,110.50

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069627

Voyager Digital Ltd.

Matter Number:

53320-13

Employee Matters

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**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Erica D. Clark	0.20	1,115.00	223.00
Richard U. S. Howell, P.C.	0.80	1,435.00	1,148.00
Tom Kotlowski	0.50	910.00	455.00
Michael B. Slade	1.80	1,645.00	2,961.00
Allyson B. Smith	1.20	1,235.00	1,482.00
Evan Swager	0.40	1,035.00	414.00
Kate Vera, P.C.	0.30	1,425.00	427.50
<b>TOTALS</b>	<b>5.20</b>		<b>\$ 7,110.50</b>

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Employee Matters

Invoice Number: 1050069627  
 Matter Number: 53320-13

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
10/03/22	Kate Vera, P.C.	0.30	Telephone conference with A. Smith, K&E team re employee matters.
10/04/22	Richard U. S. Howell, P.C.	0.80	Review materials re incentive and retention plans.
10/04/22	Tom Kotlowski	0.50	Telephone conference with WTW re KEIP and KERP.
10/04/22	Allyson B. Smith	1.00	Conference with E. Swager, K&E, BRG, WTW teams re compensation (.5); follow-up with M. Slade re same (.5).
10/04/22	Evan Swager	0.40	Telephone conference with C. Okike, BRG, K&E team re employment issue.
10/11/22	Erica D. Clark	0.20	Correspond with A. Smith, K&E team, BRG re wages issue (.1); and analyze issue re same (.1).
10/11/22	Allyson B. Smith	0.20	Correspond with BRG re wages matters.
10/26/22	Michael B. Slade	1.80	Correspondence re employee claim (.6); conferences re same (1.2).
<b>Total</b>		<b>5.20</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

December 2, 2022

Voyager Digital Ltd.  
33 Irving Place, Suite 3060  
New York, NY 10003

Attn: David Brosgol

**Invoice Number: 1050069628**

**Client Matter: 53320-14**

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**In the Matter of Executory Contracts and Unexpired Leases**

For legal services rendered through October 31, 2022  
(see attached Description of Legal Services for detail)

\$ 3,205.00

Total legal services rendered

\$ 3,205.00

Legal Services for the Period Ending October 31, 2022

Invoice Number: 1050069628

Voyager Digital Ltd.

Matter Number: 53320-14

Executory Contracts and Unexpired Leases

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**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Christine A. Okike, P.C.	0.50	1,640.00	820.00
Sal Trinchetto	3.00	795.00	2,385.00
<b>TOTALS</b>	<b>3.50</b>		<b>\$ 3,205.00</b>

Legal Services for the Period Ending October 31, 2022

Invoice Number: 1050069628

Voyager Digital Ltd.

Matter Number: 53320-14

Executory Contracts and Unexpired Leases

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**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
10/05/22	Sal Trinchetto	0.50	Correspond with S. Claypoole and BRG re material contract list and cure costs (.1); review, analyze same (.3); draft reminders for key deadlines (.1).
10/06/22	Sal Trinchetto	1.00	Draft material contract and cure costs analysis (.8); telephone conference with E. Leal re same (.1); telephone conference with N. Adzima re same (.1).
10/07/22	Sal Trinchetto	1.50	Draft list of material contracts and estimated cure costs (.7); correspond with BRG and E. Leal re the same (.8).
10/28/22	Christine A. Okike, P.C.	0.50	Review, analyze summary re contract assumption/rejection procedures.
<b>Total</b>		<b>3.50</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

December 2, 2022

Voyager Digital Ltd.  
33 Irving Place, Suite 3060  
New York, NY 10003

Attn: David Brosgol

**Invoice Number: 1050069629**

**Client Matter: 53320-15**

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**In the Matter of SOFAs and Schedules**

For legal services rendered through October 31, 2022  
(see attached Description of Legal Services for detail)

\$ 2,635.50

Total legal services rendered

\$ 2,635.50



Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069629

Voyager Digital Ltd.

Matter Number:

53320-15

SOFA's and Schedules

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**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Erica D. Clark	0.60	1,115.00	669.00
Nikki Gavey	1.90	1,035.00	1,966.50
<b>TOTALS</b>	<b>2.50</b>		<b>\$ 2,635.50</b>

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 SOFAs and Schedules

Invoice Number: 1050069629  
 Matter Number: 53320-15

### **Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
10/04/22	Erica D. Clark	0.10	Correspond with A. Smith, K&E team re SoFAs/SOALs.
10/25/22	Nikki Gavey	1.30	Review, analyze filed schedules of assets and liabilities (.4); analyze issues re amended schedules re customer account reconciliation (.6); correspond with E. Clark re same (.3).
10/26/22	Erica D. Clark	0.50	Conference with A. Smith, K&E team, BRG, Stretto re schedules and statements, reconciliation of claims.
10/26/22	Nikki Gavey	0.40	Telephone conference with A. Smith, K&E team, Stretto and BRG re amended schedules, claims reconciliation.
10/27/22	Nikki Gavey	0.20	Correspond with Company, Stretto re amended schedules.
<b>Total</b>		<b>2.50</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

December 2, 2022

Voyager Digital Ltd.  
33 Irving Place, Suite 3060  
New York, NY 10003

Attn: David Brosgol

**Invoice Number: 1050069630**

**Client Matter: 53320-16**

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**In the Matter of Hearings**

For legal services rendered through October 31, 2022  
(see attached Description of Legal Services for detail)

\$ 125,901.00

Total legal services rendered

\$ 125,901.00

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069630

Voyager Digital Ltd.

Matter Number:

53320-16

Hearings

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Olivia Acuna	16.60	910.00	15,106.00
Nicholas Adzima	10.50	1,115.00	11,707.50
Ziv Ben-Shahar	3.40	660.00	2,244.00
Nikki Gavey	3.10	1,035.00	3,208.50
Jacqueline Hahn	0.50	295.00	147.50
Richard U. S. Howell, P.C.	11.40	1,435.00	16,359.00
Christopher Marcus, P.C.	7.10	1,845.00	13,099.50
Melissa Mertz	3.00	910.00	2,730.00
Christine A. Okike, P.C.	12.10	1,640.00	19,844.00
Laura Saal	9.50	480.00	4,560.00
Adrian Salmen	0.80	795.00	636.00
Gelareh Sharafi	0.50	660.00	330.00
Michael B. Slade	4.00	1,645.00	6,580.00
Allyson B. Smith	10.40	1,235.00	12,844.00
Josh Sussberg, P.C.	3.00	1,845.00	5,535.00
Evan Swager	8.60	1,035.00	8,901.00
Morgan Willis	0.40	365.00	146.00
Lydia Yale	5.40	295.00	1,593.00
Rachel Young	0.50	660.00	330.00
<b>TOTALS</b>	<b>110.80</b>		<b>\$ 125,901.00</b>

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Hearings

Invoice Number: 1050069630  
 Matter Number: 53320-16

### **Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
10/05/22	Morgan Willis	0.40	Open the listen line (.1); participate in adversary proceeding hearing (.3).
10/06/22	Laura Saal	5.00	Prepare draft notice of adjournment of hearing re letter requesting equity committee (.8); review and revise same (.3); file same (.3); coordinate service of same (.2); prepare notice of adjournment, cancellation for October 18 hearing (1.3); review and revise same (1.6); file same (.3); coordinate service of same (.2).
10/10/22	Richard U. S. Howell, P.C.	0.30	Review, analyze materials re disclosure statement hearing.
10/13/22	Olivia Acuna	2.00	Draft disclosure statement hearing deck.
10/13/22	Lydia Yale	1.90	Draft agenda for October 19, 2022 hearing.
10/14/22	Olivia Acuna	2.40	Draft disclosure statement hearing presentation (2.2); correspond with E. Swager re same (.2).
10/15/22	Josh Sussberg, P.C.	0.10	Correspond with A. Smith, K&E team re DS hearing.
10/16/22	Olivia Acuna	3.70	Draft, revise disclosure statement hearing presentation.
10/16/22	Michael B. Slade	1.40	Telephone conference with K&E team re hearing preparation (.3); review pleadings for same (1.1).
10/16/22	Allyson B. Smith	0.30	Telephone conference with C. Okike, K&E team re hearing logistics.
10/16/22	Josh Sussberg, P.C.	0.30	Telephone conference with C. Okike, K&E team re DS/APA hearing.
10/17/22	Olivia Acuna	1.90	Revise disclosure statement hearing presentation (1.1); analyze disclosure statement, APA motion re same (.8).
10/17/22	Richard U. S. Howell, P.C.	2.20	Telephone conferences to prepare for disclosure statement hearing and address related issues (1.5); participate in portions of witness preparation session (.7).
10/17/22	Christopher Marcus, P.C.	1.50	Prepare for disclosure statement hearing.
10/17/22	Laura Saal	1.30	Review, revise hearing agenda (1.1); correspond with A. Smith re same (.2).
10/17/22	Evan Swager	1.10	Review, revise DS hearing presentation.

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Hearings

Invoice Number: 1050069630  
 Matter Number: 53320-16

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/17/22	Lydia Yale	2.60	Register lines into October 19, 2022 hearing (.3); review, revise hearing agenda re same (1.8); file same (.5).
10/18/22	Olivia Acuna	3.00	Revise disclosure statement hearing presentation (2.8); correspond with N. Adzima re same (.2).
10/18/22	Jacqueline Hahn	0.50	Research precedent re hearing transcripts.
10/18/22	Richard U. S. Howell, P.C.	3.30	Telephone conferences to prepare for disclosure statement hearing and related issues (1.0); draft and review correspondence and other materials re same (2.3).
10/18/22	Christine A. Okike, P.C.	3.50	Prepare for disclosure statement hearing.
10/18/22	Laura Saal	1.20	Arrange for live telephonic appearances for K&E team.
10/18/22	Laura Saal	2.00	Prepare amended agenda (.8); prepare pro hac vice application for E. Swager (.4); file same (.2); review and revise agenda (.6).
10/18/22	Allyson B. Smith	1.20	Prepare for hearing.
10/18/22	Evan Swager	1.40	Prepare for DS hearing.
10/18/22	Lydia Yale	0.90	Review, revise October 19, 2022 hearing agenda.
10/19/22	Olivia Acuna	3.20	Prepare for disclosure statement hearing (.3); participate in same (2.9).
10/19/22	Olivia Acuna	0.40	Correspond with N. Adzima, E. Swager re disclosure statement hearing presentation.
10/19/22	Nicholas Adzima	10.50	Review, revise presentation re hearing (2.7); prepare for hearing (3.4); attend hearing (3.2); conferences with C. Okike, K&E team re same (1.2).
10/19/22	Ziv Ben-Shahar	3.40	Participate in disclosure statement and sale motion hearing (3.2); correspond with M. Mertz re same (.2).
10/19/22	Nikki Gavey	3.10	Participate in telephonic hearing re APA, disclosure statement hearing.
10/19/22	Richard U. S. Howell, P.C.	5.60	Prepare for disclosure statement hearing (.6); participate in same (3.2); prepare and review correspondence re same (.8); review, analyze materials related to potential confirmation objections following disclosure statement hearing (1.0).

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Hearings

Invoice Number: 1050069630  
 Matter Number: 53320-16

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/19/22	Christopher Marcus, P.C.	5.60	Participate in sale and disclosure statement hearing (4.8); prepare for sale and disclosure statement hearing (.8).
10/19/22	Melissa Mertz	3.00	Telephonically participate in disclosure statement and APA motion hearing.
10/19/22	Christine A. Okike, P.C.	8.60	Prepare for APA and disclosure statement hearing (5.5); participate in same (3.1).
10/19/22	Adrian Salmen	0.80	Participate in disclosure statement hearing.
10/19/22	Gelareh Sharafi	0.50	Participate in sale hearing (partial).
10/19/22	Michael B. Slade	2.60	Attend disclosure statement to prepare for hearing.
10/19/22	Allyson B. Smith	3.50	Participate in disclosure statement, APA hearing.
10/19/22	Allyson B. Smith	5.40	Prepare for DS hearing.
10/19/22	Josh Sussberg, P.C.	2.60	Attend hearing.
10/19/22	Evan Swager	3.00	Telephonically participate in APA, disclosure statement hearing.
10/19/22	Evan Swager	3.10	Prepare for October 19, 2022 hearing.
10/19/22	Rachel Young	0.50	Telephonically participate in hearing re disclosure statement (partial).
<b>Total</b>		<b>110.80</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

December 2, 2022

Voyager Digital Ltd.  
33 Irving Place, Suite 3060  
New York, NY 10003

Attn: David Brosgol

**Invoice Number: 1050069631**

**Client Matter: 53320-17**

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**In the Matter of Insurance and Surety Matters**

For legal services rendered through October 31, 2022  
(see attached Description of Legal Services for detail)

\$ 23,795.00

Total legal services rendered

\$ 23,795.00



Legal Services for the Period Ending October 31, 2022

Invoice Number: 1050069631

Voyager Digital Ltd.

Matter Number: 53320-17

Insurance and Surety Matters

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**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Christopher Marcus, P.C.	0.50	1,845.00	922.50
William T. Pruitt	13.60	1,375.00	18,700.00
Michael B. Slade	2.20	1,645.00	3,619.00
Josh Sussberg, P.C.	0.30	1,845.00	553.50
<b>TOTALS</b>	<b>16.60</b>		<b>\$ 23,795.00</b>

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Insurance and Surety Matters

Invoice Number: 1050069631  
 Matter Number: 53320-17

### **Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
10/03/22	William T. Pruitt	0.80	Analyze D&O insurance and alleged preference claim (.4); telephone conference with M. Slade re same (.4).
10/06/22	William T. Pruitt	0.50	Analyze D&O insurance policies and structure (.2); telephone conference with Quinn re same (.2); correspond with J. Sussberg and M. Slade re same (.1).
10/06/22	Josh Sussberg, P.C.	0.10	Correspond with M. Slade re insurance status.
10/09/22	William T. Pruitt	0.60	Analyze coverage scope under D&O insurance policies (.2); review policy re same (.2); correspond with J. Sussberg and M. Slade re same (.2).
10/11/22	William T. Pruitt	0.90	Analyze argument re D&O coverage for settlements and judgments (.7); correspond with M. Slade re same (.2).
10/12/22	William T. Pruitt	0.70	Analyze D&O insurance issues and scope of coverage (.5); telephone conference with M. Slade re same (.2).
10/13/22	William T. Pruitt	0.60	Analyze D&O insurance structure and policy terms (.3); telephone conference with Y. French re same (.3).
10/14/22	William T. Pruitt	2.20	Analyze D&O insurance program (.2); telephone conference with Y. French re same (.2); review, analyze and revise D&O insurance insert for disclosure statement (.3); review and analyze stay motions and correspond (.3); telephone conferences with Y. French re same (.2); review, analyze and revise draft disclosure statement re D&O insurance issues (.4); review, analyze and revise draft settlement term sheets re D&O insurance issues (.6).
10/14/22	Michael B. Slade	1.40	Telephone conferences with A. Smith, K&E team re insurance issues and review materials re same.
10/15/22	William T. Pruitt	0.70	Review, analyze and revise draft office settlement agreements (.5); correspond with M. Slade and J. Sussberg re same (.2).
10/15/22	Michael B. Slade	0.40	Revise documents re insurance matters and correspond re same.

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Insurance and Surety Matters

Invoice Number: 1050069631  
 Matter Number: 53320-17

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/16/22	William T. Pruitt	1.00	Analyze officer settlement agreements and correspond with M. Slade re comments on same (.5); review and analyze proposed edits to settlements and correspond with M. Slade re same (.5).
10/17/22	Christopher Marcus, P.C.	0.50	Analyze updates re D&O insurance.
10/17/22	William T. Pruitt	0.70	Analyze settlement term sheet and correspond with M. Slade re same (.2); telephone conference with committee and director counsel re same (.2); review and revise draft terms sheets (.3).
10/17/22	Josh Sussberg, P.C.	0.10	Correspond with C. Okike, K&E team re insurance matters and language in settlement.
10/18/22	William T. Pruitt	1.70	Analyze plan language re insurance and director and officer claims (.2); telephone conference with A. Smith, K&E team re same (.2); review and revise draft plan language re preserved claims and insurance (.8); telephone conference with M. Slade re same (.1); circulate comments on same (.2); analyze issues re reservation of rights letter and correspond with M. Slade and CAC team re same (.2).
10/19/22	William T. Pruitt	0.80	Analyze insurance-related issues (.2); telephone conference with CAC team re same (.1); analyze insurance coverage issues and telephone conference with D. Brosgol re same (.2); telephone conference with M. Slade re same (.2); correspond with A. Smith, K&E team, Company re D&O insurance issues (.1).
10/21/22	William T. Pruitt	0.70	Analyze D&O insurance and indemnification issues (.5); telephone conference with Company re same (.2).
10/25/22	William T. Pruitt	0.20	Analyze potential notice under D&O insurance policies and correspond with J. Sussberg and M. Slade re same.
10/25/22	Josh Sussberg, P.C.	0.10	Correspond re insurance matters and UCC.
10/27/22	William T. Pruitt	1.50	Prepare for and participate in board call re regulatory and insurance coverage issues.
10/28/22	Michael B. Slade	0.40	Revise letter re insurance (.2); correspond re same (.2).
<b>Total</b>		<b>16.60</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

December 2, 2022

Voyager Digital Ltd.  
33 Irving Place, Suite 3060  
New York, NY 10003

Attn: David Brosgol

**Invoice Number: 1050069632**

**Client Matter: 53320-18**

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**In the Matter of Disclosure Statement, Plan, Confirmation**

For legal services rendered through October 31, 2022  
(see attached Description of Legal Services for detail)

\$ 1,212,832.50

Total legal services rendered

\$ 1,212,832.50

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069632

Voyager Digital Ltd.

Matter Number:

53320-18

Disclosure Statement, Plan, Confirmation

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Olivia Acuna	63.20	910.00	57,512.00
Nicholas Adzima	248.30	1,115.00	276,854.50
Ziv Ben-Shahar	30.50	660.00	20,130.00
Megan Bowsher	0.80	365.00	292.00
Zac Ciullo	6.30	1,155.00	7,276.50
Nikki Gavey	0.20	1,035.00	207.00
Jacqueline Hahn	0.80	295.00	236.00
Kim Hill	2.80	775.00	2,170.00
Richard U. S. Howell, P.C.	17.40	1,435.00	24,969.00
Library Business Research	0.50	405.00	202.50
Wes Lord	29.90	660.00	19,734.00
Christopher Marcus, P.C.	39.30	1,845.00	72,508.50
Melissa Mertz	151.60	910.00	137,956.00
Christine A. Okike, P.C.	112.00	1,640.00	183,680.00
Oliver Pare	27.20	910.00	24,752.00
Anne G. Peetz	0.50	1,260.00	630.00
Zak Piech	30.60	660.00	20,196.00
Laura Saal	22.00	480.00	10,560.00
Michael B. Slade	27.40	1,645.00	45,073.00
Allyson B. Smith	108.40	1,235.00	133,874.00
Josh Sussberg, P.C.	7.00	1,845.00	12,915.00
Evan Swager	106.80	1,035.00	110,538.00
Claire Terry	27.30	910.00	24,843.00
Danielle Walker	1.00	295.00	295.00
Nick Wasdin	2.90	1,230.00	3,567.00
Katie J. Welch	0.80	1,035.00	828.00
Morgan Willis	0.70	365.00	255.50
Lydia Yale	6.00	295.00	1,770.00
Rachel Young	28.80	660.00	19,008.00
<b>TOTALS</b>	<b>1,101.00</b>		<b>\$ 1,212,832.50</b>

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069632

Voyager Digital Ltd.

Matter Number:

53320-18

Disclosure Statement, Plan, Confirmation

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
10/01/22	Nicholas Adzima	7.30	Conferences with C. Okike, K&E team re disclosure statement, plan (.4); draft plan (1.6); draft disclosure statement (2.3); review, revise plan (1.3); review, revise disclosure statement (1.5); correspond with A. Smith, K&E team re same (.2).
10/01/22	Christopher Marcus, P.C.	1.00	Review, analyze plan updates.
10/01/22	Christine A. Okike, P.C.	7.10	Telephone conference with Moelis, BRG and K&E teams re disclosure statement (.6); review S&C's comments to plan (.5); telephone conference with A. Smith, K&E team re same (.4); review and revise disclosure statement (5.6).
10/01/22	Allyson B. Smith	4.40	Telephone conference with C. Okike, K&E team re disclosure statement (.4); correspond with C. Okike, K&E team re plan, disclosure statement, related order and exhibits (.3); revise same (3.7).
10/01/22	Josh Sussberg, P.C.	0.30	Correspond with C. Okike, K&E team re plan comments and next steps (.1); correspond with D. Brosgol re claims trading (.2).
10/01/22	Evan Swager	4.10	Telephone conference with C Okike, A. Smith, N. Adzima re plan (.4); review comments re same (.3); revise plan (3.1); correspond with N. Adzima re same (.3).
10/02/22	Olivia Acuna	4.90	Revise disclosure statement (3.9); research re precedent disclosure statements (.7); correspond with N. Adzima re same (.3).
10/02/22	Nicholas Adzima	11.80	Review, revise disclosure statement (4.2); review, revise plan (5.0); correspond with K&E, Moelis, BRG teams re same, liquidation analysis and recoveries (1.0); conferences with A. Smith, K&E team re same (1.6).
10/02/22	Christine A. Okike, P.C.	4.50	Review plan (2.3); review disclosure statement exhibits (.6); review liquidation analysis (.6); telephone conference with B, Tichenor, Moelis, BRG and K&E teams re disclosure statement (1.0).

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Disclosure Statement, Plan, Confirmation

Invoice Number: 1050069632  
 Matter Number: 53320-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/02/22	Allyson B. Smith	1.50	Telephone conferences with B. Tichenor, BRG, Moelis, K&E team re recovery analysis (1.0); revise deal documents re same (.5).
10/02/22	Evan Swager	6.30	Review, revise plan (4.2); review, revise disclosure statement (.5); telephone conference with C. Okike, K&E team, BRG team, re liquidation analysis, plan issues (1.0); correspond with M. Mertz re ongoing plan, disclosure statement documents (.6).
10/03/22	Olivia Acuna	0.90	Correspond with E. Swager, BRG team re disclosure statement (.4); correspond with N. Adzima, E. Swager re same (.5).
10/03/22	Nicholas Adzima	12.20	Review, revise disclosure statement (6.4); review, revise plan (4.6); correspond with A. Smith, K&E, Moelis, BRG teams re same, liquidation analysis and recoveries (.8); conferences with A. Smith, K&E team re same (.4).
10/03/22	Christopher Marcus, P.C.	0.70	Review, analyze disclosure statement.
10/03/22	Melissa Mertz	5.00	Revise disclosure statement exhibits for plan updates, timeline updates (2.5); further revise same (1.0); revise disclosure statement order (1.1); correspond with N. Adzima, K&E team re same (.4).
10/03/22	Christine A. Okike, P.C.	6.70	Review plan and disclosure statement (4.1); review SEC's comments to same (.3); telephone conference with B. Tichenor, Moelis, BRG and K&E teams re disclosure statement (.8); review liquidation analysis (1.4); telephone conference with M. Slade re plan (.1).
10/03/22	Michael B. Slade	1.80	Review pleadings and draft disclosure statement inserts (1.2); correspond with A. Smith, K&E team re plan (.3); telephone conference with C. Okike re plan provision (.3).
10/03/22	Allyson B. Smith	5.30	Correspond with N. Adzima, K&E team re plan, disclosure statement (.6); revise same (2.4); conferences with BRG re liquidation analysis (.8); comment on same (1.5).
10/03/22	Josh Sussberg, P.C.	0.20	Correspond with C. Okike, K&E team re disclosure statement and plan revisions.

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069632

Voyager Digital Ltd.

Matter Number:

53320-18

Disclosure Statement, Plan, Confirmation

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/03/22	Evan Swager	11.30	Review, revise case timeline (1.6); correspond with Stretto, S&C, MWE teams re same (.4); review, revise disclosure statement order exhibits (4.2); review, revise plan (3.5); correspond with A. Sexton re same (.3); research re plan (.9); telephone conference with C. Okike, K&E team, MWE team re plan (.4).
10/04/22	Olivia Acuna	5.50	Conference with E. Swager re disclosure statement (.7); conference with E. Swager re confirmation declarations (.5); research re precedent confirmation declarations (2.1); correspond with W. Lord, R. Young re declarations (.9); analyze comments to disclosure statement (.7); draft confirmation declaration (.6).
10/04/22	Nicholas Adzima	10.90	Review, revise disclosure statement (4.7); review, revise plan (5.2); correspond with E. Swager, K&E, Moelis, BRG teams re same, liquidation analysis and recoveries (1.0).
10/04/22	Ziv Ben-Shahar	0.50	Telephone conference with J. Hahn and K&E team re confirmation.
10/04/22	Ziv Ben-Shahar	0.30	Research and review exclusivity motion precedent.
10/04/22	Ziv Ben-Shahar	0.30	Telephone conference with E. Swager and K&E team re Chapter 11 plan confirmation.
10/04/22	Richard U. S. Howell, P.C.	0.70	Review materials re disclosure statement and related restructuring issues.
10/04/22	Christopher Marcus, P.C.	4.70	Correspond with A. Smith, K&E team re plan (.8); review plan (1.9); analyze disclosure statement (2.0).
10/04/22	Melissa Mertz	6.30	Revise disclosure statement exhibits (2.2); revise disclosure statement order (2.3); analyze issues re same (.5); telephone conference with E. Swager, K&E team re plan issues, updates (.4); conference with E. Swager, K&E team re confirmation updates, work streams (.3); conference with E. Swager re sale, disclosure statement updates and issues (.6).



Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Disclosure Statement, Plan, Confirmation

Invoice Number: 1050069632  
 Matter Number: 53320-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/04/22	Christine A. Okike, P.C.	8.30	Review disclosure statement order (.8); review disclosure statement (2.5); review liquidation analysis (2.3); telephone conference with A. Smith, BRG, Moelis and K&E teams re same (.3); telephone conference with S. Ehrlich, Company, BRG and K&E teams re Voyager investments (.5); telephone conference with A. Dietderich, S&C team, B. Tichenor, Moelis team re plan distributions (.6); telephone conferences with B. Tichenor re same (.6); analyze solicitation mechanics (.3); telephone conference with D. Brosgol re plan (.4).
10/04/22	Zak Piech	0.60	Telephone conference with O. Acuna and K&E team re confirmation workstreams (.3); correspond with O. Acuna re same (.3).
10/04/22	Laura Saal	1.30	Research precedent re opinion and transcripts re releases (.5); research precedent re motions to extend exclusivity (.8);.
10/04/22	Michael B. Slade	0.50	Telephone conference with A. Smith, K&E team re management transition plan.
10/04/22	Allyson B. Smith	5.30	Review, revise plan (1.6); review, revise disclosure statement, disclosure statement order and disclosure statement exhibits (2.1); correspond with E. Swager re same (1.3); telephone conference with C. Okike, BRG, K&E teams re recovery analysis, liquidation analysis (.3).
10/04/22	Evan Swager	9.70	Review disclosure statement exhibits (3.6); correspond with Stretto team re same (.5); review, revise plan (2.5); correspond with N. Adzima re same (.7); correspond with N. Adzima, BRG team re same (.4); telephone conference with A. Smith, K&E, BRG teams re liquidation analysis (.3); telephone conference with A. Smith, company, BRG re disclosures (.5); conferences with N. Adzima, K&E team re deal documents (1.2).
10/04/22	Rachel Young	0.30	Conference with M. Mertz and K&E team re declaration drafting.
10/05/22	Olivia Acuna	2.30	Telephone conference with A. Smith, Fasken, K&E team re disclosure statement (.4); telephone conference with Z. Shahar, M. Mertz re Stretto declaration (.4); analyze precedent confirmation declarations (1.5).

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069632

Voyager Digital Ltd.

Matter Number:

53320-18

Disclosure Statement, Plan, Confirmation

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/05/22	Nicholas Adzima	15.30	Review, revise disclosure statement (6.8); review, revise plan (6.1); conferences with A. Smith, K&E team, BRG re disclosure statement, liquidation analysis (.3); prepare all for filing (2.1).
10/05/22	Ziv Ben-Shahar	1.30	Review, analyze disclosure statement (.6); telephone conference with C. Terry re exclusivity motion (.4); research re precedent for exclusivity motion (.3).
10/05/22	Jacqueline Hahn	0.50	Draft Stretto declaration ISO confirmation.
10/05/22	Christopher Marcus, P.C.	0.70	Analyze correspondence re plan and disclosure statement.
10/05/22	Melissa Mertz	5.20	Review, analyze precedent omnibus disclosure statement responses (.6); revise disclosure statement exhibits for updated constructs (2.7); review, analyze amended plan and disclosure statement (.7); telephone conference with N. Adzima, K&E team, Fasken re plan, tax issues (.4); conference with O. Acuna, Z. Ben-Shahar re confirmation declarations (.4); review, analyze precedent declarations in advance of same (.4).
10/05/22	Christine A. Okike, P.C.	9.70	Review plan (2.7); review disclosure statement (4.4); telephone conferences with B. Tichenor, Moelis, BRG and K&E teams re same (.5); review liquidation analysis (1.0); review disclosure statement order (.5); review UCC comments to plan (.6).
10/05/22	Oliver Pare	0.90	Conference with E. Swager re confirmation brief (.4); review, analyze precedent re same (.5).
10/05/22	Zak Piech	0.70	Review, analyze draft disclosure statement and plan.
10/05/22	Laura Saal	3.50	Prepare draft notice of filing of second amended plan and first amended disclosure statement (.9); prepare filing version of second amended plan (.3); prepare for and file second amended plan (1.2); prepare for and file first amended disclosure statement (.8); coordinate service of same (.3).
10/05/22	Michael B. Slade	0.40	Draft and revise disclosure statement excerpt.

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Disclosure Statement, Plan, Confirmation

Invoice Number: 1050069632  
 Matter Number: 53320-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/05/22	Allyson B. Smith	6.60	Correspond with E Swager, K&E team re plan (1.1); correspond with E. Swager, K&E team re disclosure statement (.4); correspond with E. Swager, K&E team, Stretto re liquidation analysis (.3); review, revise same (4.8).
10/05/22	Evan Swager	10.10	Correspond with M. Slade, A. Smith, Stretto, K&E, MWE and S&C teams re plan (1.6); review, revise plan (5.3); review cover letter exhibit to disclosure statement (.5); correspond with D. Brosgol, Company re same (.3); prepare plan for filing (.8); correspond with A. Smith, K&E team re same (.7); telephone conference with N. Adzima, Fasken re plan (.4); telephone conference with A. Smith, BRG, Moelis teams re plan, disclosure statement, deal (.5).
10/05/22	Claire Terry	0.90	Conference with Z. Ben-Shahar re exclusivity (.4); review, analyze precedent exclusivity motions (.5).
10/05/22	Lydia Yale	1.10	Draft exclusivity motion.
10/05/22	Rachel Young	3.10	Review, analyze declaration precedent re confirmation.
10/06/22	Olivia Acuna	1.80	Conference with M. Mertz, K&E team re confirmation declarations (.7); analyze precedent re same (.5); conference with R. Young re same (.6).
10/06/22	Nicholas Adzima	3.90	Conferences with A. Smith, K&E team re plan (.9); research re disclosure statement (1.7); correspond with A. Smith, K&E team re same (1.3).
10/06/22	Ziv Ben-Shahar	2.60	Telephone conference with E. Swager and K&E team re plan declarations (.7); review exclusivity motion precedent (.4); draft exclusivity motion (1.5).
10/06/22	Wes Lord	1.50	Review documents to prepare to draft financial adviser confirmation declaration (.8); conference with E. Swager, K&E team re confirmation declaration (.7).
10/06/22	Christopher Marcus, P.C.	1.30	Analyze plan and disclosure statement.

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Disclosure Statement, Plan, Confirmation

Invoice Number: 1050069632  
 Matter Number: 53320-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/06/22	Melissa Mertz	6.60	Correspond with A. Smith, N. Adzima, E. Swager re disclosure statement exhibits (.7); review disclosure statement exhibits (1.8); telephone conference with E. Swager, K&E team, Stretto team re solicitation issues (.3); conference with E. Swager, K&E team re confirmation work streams, updates (.7); research re creditor treatment issues (2.7); correspond with O. Acuna, Z. Piech re same (.4).
10/06/22	Christine A. Okike, P.C.	5.30	Review plan (1.1); telephone conference with McDermott, FTI, Moelis, BRG and K&E teams re same (.5); telephone conference with B. Tichenor re same (.2); review disclosure statement (1.7); telephone conference with Moelis, BRG and K&E teams re open issues (.3); telephone conference with D. Brosgol re plan (.2); correspond with A. Smith, K&E team re same (.2); analyze confirmation issues (1.1).
10/06/22	Oliver Pare	0.80	Draft confirmation brief.
10/06/22	Zak Piech	5.30	Review disclosure statement and plan (1.2); telephone conference with O. Acuna, K&E team re drafting declarations (.7); research re confirmation (3.4).
10/06/22	Michael B. Slade	0.40	Correspondence re plan and disclosure statement.
10/06/22	Allyson B. Smith	2.70	Revise plan, disclosure statement (1.6); correspond with J. Sussberg re same (.2); correspond with M. Slade re same, next steps (.6); telephone conference with L. Sanchez, Stretto re solicitation procedures (.3).
10/06/22	Josh Sussberg, P.C.	0.20	Correspond with A. Smith re plan provisions and special committee review.
10/06/22	Josh Sussberg, P.C.	0.20	Correspond with D. Brosgol re FTX plan treatment.
10/06/22	Josh Sussberg, P.C.	0.20	Correspond with C. Okike, K&E team re same (.1); review plan provisions (.1).

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10/06/22	Evan Swager	5.40	Review, revise plan (.5); research re open issues (1.8); telephone conference with A. Smith, N. Adzima re same (.4); conference with M. Mertz, O. Acuna re same (.7); telephone conference with A. Smith, Stretto, BRG teams re solicitation (.3); correspond with Stretto and BRG teams re same (.5); conference with M. Mertz, K&E team re confirmation (.7); conference with A. Smith, K&E team re deal status (.5).
10/06/22	Rachel Young	2.60	Telephone conference with O. Acuna, K&E team re drafting declarations (.7); draft declaration in support of confirmation brief (1.9).
10/07/22	Olivia Acuna	1.50	Correspond with M. Mertz, Z. Piech, re recovery considerations (.2); research re recoveries under plan (1.3).
10/07/22	Nicholas Adzima	5.20	Conferences with A. Smith, K&E team re plan, disclosure statement (.2); research re disclosure statement issues (4.4); correspond with A. Smith, K&E team re same (.6); research re same.
10/07/22	Ziv Ben-Shahar	2.30	Draft exclusivity motion.
10/07/22	Zac Ciullo	0.40	Video conference with A. Smith, K&E teams re strategy for plan confirmation and objections.
10/07/22	Christopher Marcus, P.C.	0.70	Analyze updates re plan strategy.
10/07/22	Melissa Mertz	5.50	Research re creditor treatment (3.4); correspond with E. Swager, O. Acuna re same (.5); draft disclosure statement reply (1.2); revise disclosure statement exhibits re ballot updates (.4).
10/07/22	Christine A. Okike, P.C.	1.30	Analyze plan issues (1.0); review letter from UCC re releases (.3).
10/07/22	Oliver Pare	3.20	Draft confirmation brief.
10/07/22	Zak Piech	6.50	Research re confirmation issues (5.8); correspond with O. Acuna and M. Mertz re same (.2); draft memorandum re same (.5).
10/07/22	Michael B. Slade	1.70	Telephone conference with BRG re transition plan and review materials re same (.6); draft and revise summary inserts for disclosure statement (1.1).

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10/07/22	Evan Swager	2.80	Research re confirmation issues (2.2); correspond with N. Adzima, K&E team re same (.2); telephone conference with C. Okike, K&E team re plan (.4).
10/08/22	Richard U. S. Howell, P.C.	0.60	Draft correspondence re disclosure statement and related materials.
10/08/22	Josh Sussberg, P.C.	0.30	Review UCC letter re plan (.1); correspond with UCC re UCC letter re plan (.2).
10/09/22	Nicholas Adzima	6.80	Review, revise disclosure statement, plan (3.2); review, revise disclosure statement exhibits (2.8); correspond with A. Smith, K&E team, Moelis re same (.8).
10/09/22	Christopher Marcus, P.C.	1.30	Telephone conference with A. Smith, K&E team re disclosure statement (.5); review, analyze disclosure statement (.8).
10/09/22	Melissa Mertz	6.10	Review, revise disclosure statement (3.1); research issues re same (.9); revise disclosure statement exhibits (1.8); correspond with E. Swager, K&E team re same (.3).
10/09/22	Christine A. Okike, P.C.	3.10	Review and revise solicitation materials (2.1); telephone conference with J. Sussberg, C. Marcus, M. Slade, A. Smith re plan and disclosure statement (.4); telephone conference with A. Smith re same (.1); review plan (.5).
10/09/22	Anne G. Peetz	0.50	Review and revise disclaimers.
10/09/22	Michael B. Slade	2.60	Draft and revise potential inserts to disclosure statement and plan (.7); telephone conference with J. Sussberg, C. Okike, C. Marcus, A. Smith re disclosure statement issues (.5); review and revise disclosure statement (.9); correspond with same re same (.5).
10/09/22	Allyson B. Smith	2.50	Conference with J. Sussberg, K&E team re plan, treatment provisions (.4); conference with C. Okike re same (.1); conference with N. Adzima, E. Swager re same (.3); review, revise same (1.7).
10/09/22	Josh Sussberg, P.C.	0.80	Telephone conference with A. Smith, K&E team re plan and disclosure statement revisions (.4); correspond with C. Okike re same (.1); correspond with UCC re plan comments (.1); correspond re reservation of claims in plan (.1); correspond with Quinn Emanuel re same (.1).

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10/09/22	Evan Swager	0.80	Review, revise disclosure statement order (.6); correspond with M. Mertz re same (.2).
10/09/22	Claire Terry	5.00	Draft confirmation order (3.6); review, analyze plan, confirmation materials (1.4).
10/09/22	Nick Wasdin	1.30	Review issues re 3AC (.3); draft 3AC insert for disclosure statement (1.0).
10/10/22	Olivia Acuna	0.30	Correspond with W. Lord re confirmation declarations.
10/10/22	Nicholas Adzima	13.30	Review, revise disclosure statement, plan (7.6); review, revise disclosure statement exhibits (5.2); correspond with A. Smith, K&E team, Moelis re same (.5).
10/10/22	Megan Bowsher	0.80	Review, revise disclosure statement for litigation-related issues.
10/10/22	Wes Lord	4.60	Draft BRG declaration in support of plan confirmation.
10/10/22	Christopher Marcus, P.C.	3.60	Analyze liquidation analysis (1.8); review disclosure statement (.5); telephone conference with A. Smith, K&E team re disclosure statement (.5); telephone conference with BRG team re liquidation analysis (.8).
10/10/22	Melissa Mertz	9.80	Review, revise confirmation order (1.2); research precedent re same (1.9); review, revise disclosure statement reply (2.2); review, revise disclosure statement exhibits (2.0); correspond with E. Swager, K&E team re same (.4); review, revise disclosure statement order (2.1).
10/10/22	Christine A. Okike, P.C.	7.70	Review plan and disclosure statement (5.6); review liquidation analysis (.4); telephone conference with C. Marcus, K&E team re liquidation analysis (.6); telephone conference with Moelis, BRG and K&E teams re sale, plan issues (.2); telephone conference with C. Marcus, K&E team, P. Farley, BRG team re liquidation analysis (.8); telephone conference with A. Smith re plan (.1).
10/10/22	Zak Piech	7.20	Draft confirmation declaration (6.9); correspond with M. Mertz re same (.3).

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10/10/22	Michael B. Slade	1.90	Telephone conference with K&E team re liquidation analysis (.5); telephone conference with BRG team and K&E team re liquidation analysis (.6); review and draft comments re plan and disclosure statement (.8).
10/10/22	Allyson B. Smith	5.20	Telephone conference with C. Okike, K&E team re liquidation analysis (.6); telephone conference with C. Okike re plan (.1); telephone conference with BRG re plan issues (.2); telephone conference with BRG re liquidation analysis (.8); review, comment on same (3.1); conferences with P. Farley, BRG re liquidation analysis, preferences (.4).
10/10/22	Josh Sussberg, P.C.	0.10	Review Quinn Emanuel letter re UCC plan letter.
10/10/22	Josh Sussberg, P.C.	0.10	Correspond with C. Okike, K&E team re liquidation analysis and chapter 11 plan.
10/10/22	Evan Swager	1.80	Telephone conferences with A. Smith, K&E team, BRG re liquidation analysis (.8); telephone conference with P. Farley, BRG re plan (.2); review plan objections (.8).
10/10/22	Claire Terry	3.70	Revise confirmation order.
10/10/22	Nick Wasdin	0.70	Review draft disclosure statement.
10/10/22	Rachel Young	2.70	Draft Moelis declaration in support of confirmation.
10/11/22	Olivia Acuna	7.70	Review, revise confirmation declarations (2.9); correspond with N. Adzima re UST comments to plan (.4); research re plan (3.3); draft summary re same (.6); correspond with E. Swager, N. Adzima re disclosure statement presentation (.2); conference with E. Swager re same (.3).
10/11/22	Nicholas Adzima	16.50	Review, revise disclosure statement, plan (5.5); review, revise disclosure statement exhibits (4.2); correspond with A. Smith, K&E team, Moelis re same (.3); research re intercompany obligations (3.1); draft, revise research re intercompany obligations (.6); draft, review, revise replies to objections (2.8).
10/11/22	Ziv Ben-Shahar	2.10	Research re voting declaration.
10/11/22	Richard U. S. Howell, P.C.	0.30	Telephone conference with M. Slade, K&E team re disclosure statement issues.



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10/11/22	Christopher Marcus, P.C.	2.40	Review, analyze plan and disclosure statement (1.0); review, analyze liquidation analysis (1.4).
10/11/22	Melissa Mertz	12.10	Draft ballots re disclosure statement exhibits (3.1); review, analyze disclosure statement objections (.9); analyze issues re same (.8); correspond with E. Swager re same (.6); conference with E. Swager re same (.9); review, revise disclosure statement reply (5.8).
10/11/22	Christine A. Okike, P.C.	2.50	Telephone conference with M. Slade re disclosure statement issues (.2); review APA and disclosure statement objections (1.2); correspond with D. Azman, McDermott and S&C teams re plan (.5); review disclosure statement (.6).
10/11/22	Allyson B. Smith	0.20	Correspond with J. Sussberg, K&E team re plan, disclosure statement objections and status.
10/11/22	Josh Sussberg, P.C.	0.20	Correspond with A. Smith, K&E team re plan and disclosure statement objections and status.
10/11/22	Evan Swager	6.60	Review, revise disclosure statement reply.
10/11/22	Evan Swager	0.70	Conference and correspond with M. Mertz re disclosure statement reply, objections.
10/12/22	Olivia Acuna	6.20	Review, revise Moelis confirmation declaration (2.1); research precedent re investment banker declarations (.5); review, revise BRG declaration (2.2); research precedent re same (.4); analyze precedent plans re exculpation provisions (1.0).
10/12/22	Nicholas Adzima	14.80	Review, revise disclosure statement, plan (5.4); review, revise disclosure statement exhibits (4.8); correspond with A. Smith, K&E team, Moelis re same (.7); research re intercompany obligations (.7); revise disclosure statement re intercompany obligations (.4); review, revise disclosure statement reply (2.8).
10/12/22	Richard U. S. Howell, P.C.	0.60	Prepare for and attend telephone conferences with A. Smith, K&E team re disclosure statement and APA issues, settlement discussions.

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10/12/22	Wes Lord	1.90	Revise BRG declaration in support of confirmation (1.6); correspond with O. Acuna re same (.3).
10/12/22	Christopher Marcus, P.C.	3.30	Analyze UCC communications re plan (.8); telephone conference with UCC re plan (.5); review plan objections (2.0).
10/12/22	Melissa Mertz	12.10	Review, revise disclosure statement reply (7.1); conference with N. Adzima, E. Swager re issues with same (1.0); correspond with E. Swager, K&E team re same (.8); review, revise disclosure statement exhibits (1.8); telephone conference with C. Okike, K&E team, MWE team re plan issues (.9); telephone conference with C. Okike, K&E team, S&C team re plan/disclosure statement updates (.5).
10/12/22	Christine A. Okike, P.C.	3.00	Telephone conference with Moelis, BRG and K&E teams re minimum distributions (.3); review plan and disclosure statement (.3); telephone conference with S&C and K&E teams re plan (.5); telephone conference with McDermott and K&E teams re plan (.9); review objections to disclosure statement (1.0).
10/12/22	Oliver Pare	5.10	Draft confirmation brief (4.6); review, analyze precedent re same (.5).
10/12/22	Laura Saal	0.80	Prepare draft shell re voting declaration.
10/12/22	Allyson B. Smith	6.40	Telephone conference with C. Okike, K&E team, Moelis, BRG re minimum distributions (.3); telephone conference with C. Okike, K&E team, MWE, S&C re plan, disclosure statement (.9); review, analyze same (1.3); revise same (.8); correspond with K&E team re same (.7); review disclosure statement exhibits (.8); review, comment on disclosure statement, APA replies (1.6).
10/12/22	Josh Sussberg, P.C.	0.60	Correspond with A. Smith, K&E team re disclosure statement timing (.3); correspond with A. Smith, K&E team re disclosure statement objections (.2); correspond with A. Smith and K&E team re plan comments and wind-down trust (.1).
10/12/22	Evan Swager	0.50	Telephone conference with A. Smith, MWE re plan (partial).

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10/12/22	Claire Terry	3.40	Review, revise exclusivity motion.
10/13/22	Olivia Acuna	4.00	Revise plan (2.5); correspond with N. Adzima re same (.4); analyze precedent exculpation provisions (.6); correspond with R. Young re same (.3); draft summary re same (.2).
10/13/22	Nicholas Adzima	14.30	Review, revise disclosure statement, plan (2.5); review, revise disclosure statement exhibits (1.7); correspond with A. Smith, K&E team, Moelis re same (.4); research re intercompany obligations (3.3); draft correspondence re same (.5); draft replies to objections (4.6); review, revise same (1.3).
10/13/22	Ziv Ben-Shahar	2.10	Research re claims treatment (1.9); draft summary re same (.2).
10/13/22	Zac Ciullo	0.40	Telephone conference with A. Smith, K&E team re disclosure statement reply.
10/13/22	Wes Lord	2.20	Draft BRG declaration in support of confirmation.
10/13/22	Christopher Marcus, P.C.	1.50	Analyze comments to disclosure statement (.8); analyze objections to disclosure statement (.7).
10/13/22	Melissa Mertz	11.40	Telephone conference with C. Okike, K&E team re disclosure statement reply (1.0); telephone conference with Z. Ciullo, K&E team re same (.5); revise disclosure statement reply (7.1); research issues re same (1.8); correspond with E. Swager re reply issues (1.0).
10/13/22	Christine A. Okike, P.C.	6.40	Review disclosure statement objections (1.8); telephone conference with A. Smith, K&E team re same (1.0); review plan (1.3); telephone conference with Z. Ciullo, K&E team re disclosure statement reply (.5); telephone conference with D. Azman, McDermott and K&E teams re disclosure statement objections (.4); review disclosure statement (1.4).
10/13/22	Zak Piech	3.60	Research re plan confirmation issues (3.4); draft memorandum re same (.2).

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10/13/22	Allyson B. Smith	7.90	Analyze customer agreement (1.1); telephone conference with P. Farley, BRG re intercompany transactions (.3); review, comment on disclosure statement re same (1.2); correspond with N. Adzima re same (.4); review, comment on omnibus replies (2.3); research re same (.3); revise plan, disclosure statement, exhibits (1.8); conferences with N. Adzima re releases, D&O settlement (.2); conference with M. Slade re strategy (.3).
10/13/22	Josh Sussberg, P.C.	0.30	Correspond with C. Okike, K&E team re disclosure statement objections (.2); correspond with A. Smith, K&E team re UCC objection (.1).
10/13/22	Claire Terry	2.90	Revise exclusivity motion (2.7); correspond with Z. Ben-Shahar re same (.2).
10/13/22	Rachel Young	2.90	Research re plan issues (1.6); research re exculpation provision precedent (1.3).
10/14/22	Nicholas Adzima	15.40	Review, revise disclosure statement, plan (8.6); review, revise disclosure statement exhibits (3.6); correspond with A. Smith, K&E team, Moelis re same (.7); draft, review, research re intercompany obligations (1.2); draft, review, revise replies to objections (1.3).
10/14/22	Zac Ciullo	3.70	Telephone conference with M. Slade, K&E team re reply to objection to disclosure statement (.5); analyze UCC objection to disclosure statement (.7); draft section of reply brief re exculpation of officers and directors (2.5).
10/14/22	Kim Hill	0.70	Conference with Y. French, K&E team re disclosure statement.
10/14/22	Kim Hill	2.10	Research re disclosure statement objections.
10/14/22	Christopher Marcus, P.C.	2.00	Review, analyze issues re liquidation analysis (1.4); analyze updates re same (.6).
10/14/22	Melissa Mertz	5.80	Review, revise disclosure statement reply (3.3); research issues, precedent re same (1.3); analyze issues re same (.5); telephone conference with E. Swager re same (.7).
10/14/22	Christine A. Okike, P.C.	4.80	Review plan and disclosure statement (3.8); review liquidation analysis (1.0).

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10/14/22	Zak Piech	2.40	Revise reply motion re APA and plan confirmation.
10/14/22	Michael B. Slade	1.30	Draft sections of disclosure statement brief (.8); telephone conferences with K&E team re disclosure statement brief and hearing (.5).
10/14/22	Allyson B. Smith	7.80	Correspond with C. Okike, K&E team re plan, disclosure statement, orders, exhibits, reply (1.4); review, revise same same (4.7); conference with M. Slade, K&E team re strategy (.3); analyze objections to disclosure statement (.6); correspond with N. Adzima, K&E team, S&C re same (.8).
10/14/22	Josh Sussberg, P.C.	0.10	Correspond with C. Okike, K&E team re disclosure statement objections.
10/14/22	Evan Swager	4.00	Review, revise ballots (.7); review, revise disclosure statement reply (2.8); correspond with A. Smith, Stretto team re solicitation process (.5).
10/15/22	Nicholas Adzima	13.40	Review, revise disclosure statement (3.5); review, revise plan (3.2); review, revise disclosure statement exhibits (2.2); correspond with A. Smith, K&E team, Moelis re same (.4); research re intercompany obligations (2.3); draft, review, revise replies to objections (1.8).
10/15/22	Zac Ciullo	1.00	Draft disclosure statement reply re exculpation of officers and directors.
10/15/22	Christopher Marcus, P.C.	2.10	Review, analyze objections to plan (.8); review, analyze objections to disclosure statement (.9); review, revise responses re same (.4).
10/15/22	Melissa Mertz	6.10	Revise disclosure statement reply.
10/15/22	Christine A. Okike, P.C.	1.30	Review disclosure statement objections.
10/15/22	Allyson B. Smith	4.60	Correspond with N. Adzima, K&E team re plan, disclosure statement, related pleadings and omnibus disclosure statement reply (1.6); review, comment on same (2.3); correspond with M. Slade re same (.1); correspond with P. Farley, BRG re customer claims class (.1); analyze same (.5).
10/15/22	Evan Swager	2.10	Review, revise APA motion reply (1.2); review, revise presentation re same (.9).

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10/15/22	Nick Wasdin	0.40	Conference with K. Hill, K&E team re opposition to objections to disclosure statement (.2); correspond re same (.2).
10/16/22	Nicholas Adzima	19.70	Review, revise disclosure statement (5.4); review, revise plan (9.7); conferences with A. Smith, K&E team, MWE re same (1.8); review, revise disclosure statement reply (1.2); correspond with A Smith, K&E team re same (1.6).
10/16/22	Ziv Ben-Shahar	5.30	Draft and revise exclusivity motion.
10/16/22	Christopher Marcus, P.C.	3.50	Analyze revisions to plan (1.6); analyze liquidation analysis (.7); telephone conference with BRG team re same (.5); telephone conference with UCC re plan comments (.7).
10/16/22	Christine A. Okike, P.C.	6.70	Review disclosure statement (1.3); review liquidation analysis (.5); analyze releases (1.4); telephone conference with J. Sussberg, K&E team re disclosure statement hearing (.3); telephone conference with M. Renzi, BRG team, M. Slade, K&E team re liquidation analysis (.4); review S&C's comments to plan and disclosure statement (1.0); telephone conference with A. Smith, K&E team re same (1.0); telephone conference with D. Azman, McDermott team, A. Smith, K&E team re plan (.8).
10/16/22	Laura Saal	6.00	Prepare for filing of updated plan and disclosure statement.
10/16/22	Michael B. Slade	4.50	Draft and edit section of disclosure statement reply brief (2.2); revise disclosure statement (.9); telephone conference with K&E team re UCC plan markup (.8); telephone conference with UCC re same (.6).
10/16/22	Allyson B. Smith	10.90	Correspond with E. Swager, K&E team re plan, disclosure statement, related documents, omnibus replies (2.8); review, revise same (3.0); analyze revised liquidation analysis (1.3); telephone conference with BRG re same (.4); telephone conference with K&E team re claims classification (.5); telephone conference with MWE re same, plan issues (.8); further revise documents for same (2.1).

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10/16/22	Josh Sussberg, P.C.	0.90	Correspond with A. Smith re revised plan and investigation status (.4); review objections to disclosure statement (.5).
10/16/22	Evan Swager	4.40	Review, revise disclosure statement exhibits (3.3); review, revise disclosure statement reply (.6); correspond with A. Smith, K&E team re same (.5).
10/16/22	Nick Wasdin	0.30	Review draft insert to disclosure statement brief re 3AC loan and proposed releases.
10/17/22	Nicholas Adzima	18.40	Review, revise disclosure statement (6.7); review, revise plan (4.9); conferences with K&E team, MWE re same (.5); review, revise disclosure statement reply (4.9); correspond with A. Smith, K&E team re same (1.4).
10/17/22	Ziv Ben-Shahar	0.30	Correspond with C. Terry re exclusivity deadline.
10/17/22	Jacqueline Hahn	0.30	Research precedent re Judge Wiles disclosure statement hearings.
10/17/22	Christopher Marcus, P.C.	3.40	Analyze comments to disclosure statement and plan.
10/17/22	Melissa Mertz	11.60	Review, revise disclosure statement order (2.7); analyze corresponding dates and deadlines for same (.4); review, revise disclosure statement exhibits (5.9); analyze issues and updates re disclosure statement (.5); correspond with C. Okike, K&E team re disclosure statement exhibits and order (.7); correspond with E. Swager re same (.3); analyze issues re disclosure statement updates (1.1).
10/17/22	Christine A. Okike, P.C.	12.70	Review plan (1.5); review disclosure statement (2.9); review disclosure statement objections (1.9); review disclosure statement reply (2.7); review McDermott's and S&C's comments to plan and disclosure statement (.9); review solicitation materials (.8); review liquidation analysis (1.5); telephone conference with McDermott and K&E teams re plan (.5).

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10/17/22	Laura Saal	4.20	Compile filing version of second amended plan (.2); file same (.3); coordinate service of same (.2); compile filing version of first amended disclosure statement (.2); file same (.3); coordinate service of same (.2); prepare notice of filing re disclosure statement exhibits (.7); correspond with N. Adzima re same (.2); prepare for and file revised solicitation materials (.8); coordinate service of same (.2); prepare for and file disclosure statement exhibits (.7); coordinate service of same (.2);.
10/17/22	Michael B. Slade	2.90	Telephone conference with UCC counsel and Quinn re plan and disclosure statement (1.1); review, revise disclosure statement (1.4); correspondence re financial disclosure and telephone conference re same (.4).
10/17/22	Allyson B. Smith	15.30	Review, revise, finalize plan (4.3); review, finalize disclosure statement, exhibits for filing (5.5); review, comment on omnibus replies (3.6); conferences and correspond with K&E team, Company, S&C, MWE, QE re same (1.9).
10/17/22	Josh Sussberg, P.C.	1.00	Telephone conference with D. Brosgol re plan status (.4); correspond re D&O settlement and revised plan (.3); correspond with MWE re UCC resolution (.3).
10/17/22	Evan Swager	7.30	Review, revise ballots (.6); review, revise disclosure statement exhibits (2.4); review, revise disclosure statement reply (4.3).
10/17/22	Claire Terry	4.10	Review, revise exclusivity motion (3.5); review, analyze precedent re same (.6).
10/17/22	Rachel Young	4.40	Research re sale issues in plan.
10/18/22	Nicholas Adzima	19.20	Review, revise disclosure statement, plan (12.3); conferences with C. Okike, K&E, MWE re same (.8); review, revise disclosure statement reply (5.4); correspond with A. Smith, K&E team re same (.7).
10/18/22	Ziv Ben-Shahar	1.40	Research exclusivity case precedent (.3); revise exclusivity motion (1.1).
10/18/22	Christopher Marcus, P.C.	6.50	Review, analyze plan and disclosure statement and review objections and comments re same (4.9); analyze D&O settlement documents and proposals (1.6).



Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Disclosure Statement, Plan, Confirmation

Invoice Number: 1050069632  
 Matter Number: 53320-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/18/22	Melissa Mertz	13.50	Draft disclosure statement reply (7.7); draft objection tracker (3.1); telephone conference with A. Smith, N. Adzima, E. Swager re issues re same (.6); telephone conference with C. Okike, K&E team re same (.5); analyze filed disclosure statement objections (1.6).
10/18/22	Christine A. Okike, P.C.	8.40	Review disclosure statement reply (2.7); review McDermott's comments to plan (.5); telephone conference with A. Smith, K&E team re same (.5); correspond with objectors to disclosure statement re resolutions re same (.7); telephone conference with A. Smith, K&E team re same (.8); telephone conference with D. Azman, McDermott team, S. Simms, FTI team, B. Tichenor, Moelis team, M. Renzi, BRG team, A. Smith, K&E team re plan issues (.8); review plan, disclosure statement and solicitation materials (2.4).
10/18/22	Oliver Pare	2.60	Draft confirmation brief.
10/18/22	Laura Saal	1.10	Prepare for and file reply to objections to disclosure statement motion (.9); coordinate service of same (.2).
10/18/22	Michael B. Slade	3.10	Telephone conference with A. Smith, K&E team re plan comments (.5); review, revise disclosure statement reply (1.4); review and comment on plan and disclosure statement (.7); telephone conferences and correspondences re same (.5).
10/18/22	Allyson B. Smith	8.90	Review, revise plan, disclosure statement, order, exhibits (4.2); correspond with N. Adzima, K&E team re same (.8); review, revise APA, disclosure statement objection replies (3.4); correspond with objecting parties re potential resolutions (.5).
10/18/22	Josh Sussberg, P.C.	0.60	Correspond with A. Smith re plan and disclosure statement status (.2); correspond with B. Tichenor re Cross Tower status (.2); correspond with A. Smith re board status and next steps (.2).

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Disclosure Statement, Plan, Confirmation

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/18/22	Evan Swager	7.80	Review disclosure statement hearing presentation (.8); review, revise disclosure statement objection chart (4.6); review solicitation procedures (.6); telephone conference with A. Smith, K&E team, MWE re plan (.4); telephone conference with A. Smith, K&E team re objections (.9); telephone conference with A. Smith, K&E team re work in process (.5).
10/18/22	Claire Terry	0.50	Correspond with A. Smith, Z. Ben-Shahar re exclusivity deadlines (.2); review, analyze precedent re same (.3).
10/19/22	Nicholas Adzima	8.70	Review, revise disclosure statement, plan (6.8); conferences with A. Smith, K&E, MWE re same (1.9).
10/19/22	Melissa Mertz	6.00	Revise disclosure statement exhibits (5.8); telephone conference with C. Okike, K&E team re disclosure statement updates (.2).
10/19/22	Christine A. Okike, P.C.	2.50	Review plan, disclosure statement, solicitation materials and disclosure statement order.
10/19/22	Oliver Pare	4.70	Draft confirmation brief.
10/19/22	Laura Saal	1.50	File proposed revised disclosure statement order (.3); coordinate service of same (.2); file second amended plan (.3); coordinate service of same (.2); file first amended disclosure statement (.3); coordinate service of same (.2).
10/19/22	Michael B. Slade	1.60	Review plan and disclosure statement to prepare for hearing.
10/19/22	Allyson B. Smith	2.50	Conferences with objecting parties re resolution (1.6); office conference with C. Okike following hearing re revised documents (.9).
10/19/22	Josh Sussberg, P.C.	0.70	Correspond re disclosure statement hearing and revisions to documents (.2); telephone conference with A. Diedertich re modifications (.1); telephone conference with C. Okike and D. Azman (.1); correspond re changes to documents and next steps (.1); telephone conference with D. Brosgol re Texas authorities and directors (.2).

Legal Services for the Period Ending October 31, 2022

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/19/22	Evan Swager	2.70	Telephone conference with M. Mertz, K&E team re objections (.3); correspond with A. Smith, K&E team re hearing items (.8); conference with A. Smith, K&E team re post-hearing disclosure statement matters (.5); review, revise exhibits, orders re hearing (1.1).
10/19/22	Danielle Walker	1.00	Monitor hearing conference line for hearing.
10/19/22	Nick Wasdin	0.20	Review UCC objection to disclosure statement.
10/19/22	Lydia Yale	4.00	Review, revise the October 19, 2022 hearing agenda (1.0); register a general conference line into same (.5); open listen-only conference line into same and confirm continued connection (2.5).
10/20/22	Nicholas Adzima	8.20	Review, revise disclosure statement, plan, disclosure statement materials (7.8); correspond with MWE, S&C re same (.4).
10/20/22	Ziv Ben-Shahar	0.40	Revise exclusivity motion (.2); correspond with A. Smith and C. Terry re same (.2).
10/20/22	Richard U. S. Howell, P.C.	2.50	Telephone conferences with A. Smith, K&E team re potential confirmation objections and related issues (.8); review, analyze declaration and related materials re issues following disclosure statement hearing and ruling (1.7).
10/20/22	Melissa Mertz	5.30	Revise disclosure statement exhibits, ballots (2.3); analyze timeline issues re same (.9); revise disclosure statement order (1.4); correspond with N. Adzima, K&E team re disclosure statement order, exhibits (.7).
10/20/22	Christine A. Okike, P.C.	3.00	Review plan, disclosure statement, solicitation materials and disclosure statement order (2.9); telephone conference with M. Slade re contributed claims (.1).
10/20/22	Oliver Pare	0.70	Draft confirmation brief.
10/20/22	Michael B. Slade	1.70	Correspond with re plan and disclosure statement (.4); review inserts re same (.4); draft confirmation litigation plan (.8); correspond with R. Howell, K&E team re disclosures (.1).

Legal Services for the Period Ending October 31, 2022

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Voyager Digital Ltd.

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Disclosure Statement, Plan, Confirmation

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/20/22	Allyson B. Smith	5.60	Revise disclosure statement documents following hearing (4.5); correspond with UST, SEC, TX SSB, equity AHG, Robertson plaintiff, UCC, S&C re same (.9); conference with chambers re same (.2).
10/20/22	Josh Sussberg, P.C.	0.10	Correspond re APA and disclosure statement orders,
10/20/22	Evan Swager	7.50	Review, revise disclosure statement exhibits (4.1); finalize same (1.2); revise timeline (1.3); correspond with A. Smith, K&E team, S&C team, MWE team re same (.9).
10/20/22	Claire Terry	0.30	Review, revise exclusivity motion.
10/20/22	Lydia Yale	0.70	Correspond with Veritext re ordering October 19, 2022 hearing transcript (.2); file a plan and disclosure statement (.5).
10/21/22	Olivia Acuna	0.60	Correspond with W. Lord, E. Swager re BRG confirmation declaration (.2); review, revise re same (.4).
10/21/22	Nicholas Adzima	5.50	Review, revise disclosure statement and disclosure statement materials (2.6); review, revise plan (1.2); correspond with MWE, S&C re same (.1); correspond with MWE, S&C re intercompany obligations (.2); review re same (1.4).
10/21/22	Ziv Ben-Shahar	0.90	Review and revise voting declaration.
10/21/22	Zac Ciullo	0.60	Video conference with M. Slade, K&E team re assignments and strategy for confirmation plan.
10/21/22	Richard U. S. Howell, P.C.	1.80	Prepare for telephone conferences re confirmation preparation (.4); telephone conferences with A. Smith, K&E team re confirmation preparation (.2); review materials re same (1.2).
10/21/22	Christopher Marcus, P.C.	0.60	Telephone conference with A. Smith, K&E team re confirmation.
10/21/22	Melissa Mertz	0.30	Correspond with A. Smith, K&E team re updated exhibits.
10/21/22	Christine A. Okike, P.C.	3.40	Telephone conference with A. Smith, K&E team re confirmation hearing preparation (.6); review revised plan and disclosure statement (2.5); review disclosure statement order (.3).
10/21/22	Oliver Pare	0.80	Draft confirmation brief.

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
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Invoice Number: 1050069632  
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/21/22	Michael B. Slade	1.10	Telephone conference with A. Smith, K&E team re preparation for confirmation hearing (.4); draft materials re same (.7).
10/21/22	Allyson B. Smith	4.80	Revise order, exhibits (.9); revise plan, disclosure statement (3.3); telephone conference with chambers re judge's comments (.3); telephone conference with A. Dietderich, K&E team, MWE, S&C re same (.3).
10/21/22	Evan Swager	3.70	Review, revise confirmation declarations (2.1); correspond with O. Acuna, K&E team re same (.6); telephone conferences with A. Smith, K&E team re confirmation, sale (1.0).
10/21/22	Claire Terry	0.10	Correspond with E. Swager re confirmation order.
10/21/22	Katie J. Welch	0.20	Correspond with A. Hyde re Pohl declaration.
10/21/22	Lydia Yale	0.20	Organize October 19, 2022 hearing transcript in document management system.
10/22/22	Nicholas Adzima	2.20	Review, revise exhibits (1.9); correspond with A. Smith, K&E team re same (.1); correspond with A. Smith, K&E team re revised plan, disclosure statement (.2).
10/22/22	Richard U. S. Howell, P.C.	0.60	Review correspondence re potential confirmation issues.
10/23/22	Richard U. S. Howell, P.C.	0.70	Review declaration and related materials in preparation for potential objections to confirmation (.5); review correspondence re same (.2).
10/23/22	Christine A. Okike, P.C.	0.30	Review solicitation materials.
10/24/22	Olivia Acuna	1.20	Correspond with N. Adzima, A. Smith re confirmation declaration (.1); revise confirmation declaration (.9); research precedent re same (.2).
10/24/22	Nicholas Adzima	4.50	Review, revise plan, disclosure statement re comments at disclosure statement hearing (2.1); correspond with C. Okike, A. Smith, K&E team re same (.5); prepare solicitation materials for solicitation (1.1); correspond with L. Sanchez, Stretto, A. Smith, K&E team re same (.8).
10/24/22	Ziv Ben-Shahar	0.60	Revise voting declaration (.5); correspond with A. Acuna re same (.1).

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 Voyager Digital Ltd.  
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Invoice Number: 1050069632  
 Matter Number: 53320-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/24/22	Zac Ciullo	0.10	Telephone conference with A. Smith re strategy and work streams for management transition.
10/24/22	Richard U. S. Howell, P.C.	3.30	Telephone conferences with A. Smith, K&E team re intercompany claims, confirmation (1.7); review materials re same (1.0); review correspondence re same (.6).
10/24/22	Wes Lord	0.80	Revise BRG declaration in support of plan confirmation.
10/24/22	Melissa Mertz	8.10	Review, revise confirmation order.
10/24/22	Christine A. Okike, P.C.	0.20	Review intercompany claims.
10/24/22	Zak Piech	1.60	Telephone conference with M. Mertz re confirmation declarations (.2); research re same (1.4).
10/24/22	Laura Saal	1.90	File second amended plan (.3); file first amended disclosure statement (.3); correspond with N. Adzima re same (.1); coordinate service of same (.2); file solicitation exhibits (.3); coordinate service of same (.2); file notice of hearing re confirmation (.3); coordinate service of same (.2).
10/24/22	Michael B. Slade	1.40	Review materials re intercompany claims (1.0); correspond re same (.4).
10/24/22	Rachel Young	4.10	Review, revise Moelis declaration ISO confirmation.
10/25/22	Olivia Acuna	2.50	Review, revise BRG confirmation declaration (2.2); correspond with W. Lord re same (.3).
10/25/22	Ziv Ben-Shahar	3.90	Research re rule 3018 claims objections (1.1); correspond with O. Acuna re same (.2); revise exclusivity motion draft (2.2); correspond with C. Terry and A. Smith re same (.4).
10/25/22	Nikki Gavey	0.20	Correspond with E. Swager re status of confirmation pleadings.
10/25/22	Richard U. S. Howell, P.C.	2.70	Telephone conferences with A. Smith, K&E team re confirmation hearing (1.0); review correspondence re same (.5); review ad hoc equity group disclosure statement objection, related materials (1.2).
10/25/22	Wes Lord	4.40	Revise BRG declaration in support of plan confirmation (3.9); correspond with O. Acuna re same (.5).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/25/22	Melissa Mertz	3.50	Telephone conference with A. Smith, K&E team, BRG team re intercompany claims issues (.5); revise confirmation order (3.0).
10/25/22	Oliver Pare	3.70	Draft confirmation brief.
10/25/22	Zak Piech	2.10	Draft confirmation declaration (2.0); correspond with M. Mertz re same (.1).
10/25/22	Evan Swager	1.60	Telephone conferences with A. Smith, K&E team, BRG re intercompany loans (.9); correspond with A. Smith, K&E team re confirmation issues (.7).
10/25/22	Claire Terry	3.30	Review, revise plan exclusivity motion (1.9); review, analyze precedent re same (1.4).
10/25/22	Katie J. Welch	0.30	Correspond with N. Wasdin and Z. Russell re Pohl declaration.
10/25/22	Rachel Young	0.80	Review, revise declaration ISO confirmation brief.
10/26/22	Olivia Acuna	6.00	Analyze Moelis confirmation declaration (.7); revise re same (1.8); analyze BRG confirmation declaration (1.7); revise re same (1.8).
10/26/22	Ziv Ben-Shahar	2.20	Review disclosure statement and docket updates (.7); review and revise exclusivity motion (1.5).
10/26/22	Zac Ciullo	0.10	Telephone conference with M. Slade re strategy and work streams for management transition.
10/26/22	Richard U. S. Howell, P.C.	1.00	Telephone conferences with A. Smith, K&E team re confirmation.
10/26/22	Richard U. S. Howell, P.C.	1.30	Review, analyze materials re intercompany obligations.
10/26/22	Wes Lord	5.90	Conference with O. Acuna re BRG declaration in support of plan confirmation (.3); draft same (5.6).
10/26/22	Melissa Mertz	2.60	Draft confirmation order (.8); review, revise declaration ISO confirmation (1.3); research precedent re same (.5).
10/26/22	Oliver Pare	4.70	Review, revise confirmation brief.
10/26/22	Laura Saal	0.80	Prepare draft shell of declaration in support of confirmation.
10/26/22	Claire Terry	1.70	Review, revise exclusivity motion.
10/26/22	Katie J. Welch	0.30	Correspond with N. Wasdin and Z. Russell re Pohl declaration.

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
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Invoice Number: 1050069632  
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/26/22	Rachel Young	0.30	Review, revise confirmation declaration.
10/27/22	Olivia Acuna	11.50	Analyze precedent recharacterization memos (2.8); research re same (3.5); draft memo re same (3.9); revise memo re same (.8); correspond with N. Adzima re same (.5).
10/27/22	Nicholas Adzima	0.80	Review solicitation materials (.6); correspond with Stretto, A. Smith, K&E teams re same (.2).
10/27/22	Ziv Ben-Shahar	1.60	Correspond with C. Okike, A. Smith, C. Terry re draft motion updates (.2); revise re same (1.4).
10/27/22	Wes Lord	0.70	Revise BRG confirmation declaration.
10/27/22	Melissa Mertz	6.30	Review, revise confirmation order (3.2); research issues, precedent re same (2.5); conference with E. Swager re issues re confirmation order (.6).
10/27/22	Christine A. Okike, P.C.	1.30	Review exclusivity extension motion (1.0); analyze plan issues (.3).
10/27/22	Evan Swager	0.30	Telephone conference with C. Okike, K&E team re open issues.
10/27/22	Evan Swager	0.50	Review, revise confirmation declarations.
10/27/22	Claire Terry	1.40	Review, revise exclusivity motion.
10/27/22	Rachel Young	6.90	Research re declarant precedent (1.4); review, revise BRG declaration in support of confirmation (3.6); correspond with O. Acuna, W. Lord re same (.3); review, revise limited objection (1.6).
10/28/22	Olivia Acuna	4.60	Review BRG declaration ISO confirmation (4.1); research precedent re same (.5).
10/28/22	Ziv Ben-Shahar	1.20	Review and revise exclusivity motion.
10/28/22	Christine A. Okike, P.C.	1.20	Telephone conference with litigation and restructuring teams re plan confirmation (.3); review plan confirmation timeline (.4); review exclusivity motion (.5).
10/28/22	Zak Piech	0.60	Review, revise confirmation declaration.
10/28/22	Laura Saal	0.90	Research precedent re 9019 motions.
10/28/22	Michael B. Slade	0.50	Telephone conference re intercompany claims.
10/29/22	Olivia Acuna	0.40	Revise Moelis confirmation declaration.
10/29/22	Olivia Acuna	0.90	Review, revise Stretto voting report.



Legal Services for the Period Ending October 31, 2022

Invoice Number:

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Voyager Digital Ltd.

Matter Number:

53320-18

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/29/22	Ziv Ben-Shahar	1.20	Correspond with A. Smith, D. Azman re exclusivity motion (.1); revise re same (1.1).
10/29/22	Evan Swager	1.10	Review, revise confirmation declarations.
10/30/22	Olivia Acuna	0.30	Correspond with W. Lord re BRG confirmation declaration (.1); analyze disclosure statement re same (.2).
10/30/22	Evan Swager	1.60	Review, revise confirmation declarations.
10/31/22	Olivia Acuna	0.10	Correspond with W. Lord re confirmation declarations.
10/31/22	Richard U. S. Howell, P.C.	1.30	Telephone conferences with M. Slade, K&E team re potential confirmation hearing objections (.8); telephone conference re intercompany claim analysis (.5).
10/31/22	Library Business Research	0.50	Compile transcripts.
10/31/22	Wes Lord	7.90	Review, analyze confirmation brief citations and precedent case law (2.1); revise BRG confirmation declaration (5.8).
10/31/22	Melissa Mertz	2.40	Draft confirmation order.
10/31/22	Christine A. Okike, P.C.	0.60	Analyze distribution mechanics (.3); review customer migration protocol (.3).
10/31/22	Josh Sussberg, P.C.	0.10	Review and analyze plan voting results.
10/31/22	Evan Swager	2.10	Review, revise confirmation declarations.
10/31/22	Morgan Willis	0.70	File notice of presentment and SEC stipulation.
10/31/22	Rachel Young	0.70	Review, revise Moelis confirmation declaration.
<b>Total</b>		<b>1,101.00</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

December 2, 2022

Voyager Digital Ltd.  
33 Irving Place, Suite 3060  
New York, NY 10003

Attn: David Brosgol

**Invoice Number: 1050069633**

**Client Matter: 53320-19**

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**In the Matter of K&E Retention and Fee Matters**

For legal services rendered through October 31, 2022  
(see attached Description of Legal Services for detail)

\$ 122,504.50

Total legal services rendered

\$ 122,504.50

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069633

Voyager Digital Ltd.

Matter Number:

53320-19

K&amp;E Retention and Fee Matters

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Olivia Acuna	7.10	910.00	6,461.00
Nicholas Adzima	2.20	1,115.00	2,453.00
Ziv Ben-Shahar	10.40	660.00	6,864.00
Nikki Gavey	6.20	1,035.00	6,417.00
Susan D. Golden	0.80	1,315.00	1,052.00
Jacqueline Hahn	2.10	295.00	619.50
Wes Lord	1.80	660.00	1,188.00
Melissa Mertz	30.80	910.00	28,028.00
Christine A. Okike, P.C.	6.40	1,640.00	10,496.00
Oliver Pare	11.00	910.00	10,010.00
Zak Piech	11.50	660.00	7,590.00
Laura Saal	1.00	480.00	480.00
Adrian Salmen	4.90	795.00	3,895.50
Gelareh Sharafi	6.20	660.00	4,092.00
Allyson B. Smith	6.70	1,235.00	8,274.50
Josh Sussberg, P.C.	0.20	1,845.00	369.00
Evan Swager	14.50	1,035.00	15,007.50
Claire Terry	4.20	910.00	3,822.00
Lydia Yale	1.70	295.00	501.50
Rachel Young	7.40	660.00	4,884.00
<b>TOTALS</b>	<b>137.10</b>		<b>\$ 122,504.50</b>

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 K&E Retention and Fee Matters

Invoice Number: 1050069633  
 Matter Number: 53320-19

### **Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
10/02/22	Christine A. Okike, P.C.	6.40	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.
10/03/22	Susan D. Golden	0.50	Review and revise second supplemental declaration in support of K&E retention.
10/03/22	Melissa Mertz	0.40	Review, analyze issues re K&E fee application.
10/03/22	Gelareh Sharafi	1.50	Revise second supplemental declaration (1.0); correspond with M. Medrano, A. Smith and A. Yenamandra re same (.2); revise re same (.3).
10/03/22	Allyson B. Smith	0.60	Comment on supplemental declaration.
10/04/22	Melissa Mertz	0.70	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines (.4); correspond with A. Smith, K&E team re same (.3).
10/05/22	Melissa Mertz	0.60	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines (.3); correspond with A. Smith, K&E team re same (.2); correspond with L. Saal, K&E team re fee application, exhibits (.1).
10/06/22	Jacqueline Hahn	1.60	Draft, revise first monthly fee statement.
10/06/22	Laura Saal	0.50	File second supplemental declaration of J. Sussberg in support of K&E retention (.3); coordinate service re same (.2).
10/06/22	Gelareh Sharafi	0.40	Revise second supplemental declaration (.3); correspond with M. Medrano re same (.1).
10/06/22	Josh Sussberg, P.C.	0.20	Review, analyze K&E second supplemental declaration.
10/06/22	Lydia Yale	1.20	Review, revise K&E monthly fee statement.
10/07/22	Jacqueline Hahn	0.50	Draft, revise first monthly fee statement.
10/07/22	Melissa Mertz	2.00	Review, revise July fee application (1.9); correspond with E. Swager re same (.1).
10/09/22	Melissa Mertz	0.40	Review, revise July fee application (.2); correspond with A. Smith re same (.2).
10/09/22	Evan Swager	0.50	Review, revise July fee application.
10/10/22	Melissa Mertz	0.60	Correspond with A. Smith, K&E team re July fee application.

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 K&E Retention and Fee Matters

Invoice Number: 1050069633  
 Matter Number: 53320-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/10/22	Laura Saal	0.50	File July fee statement (.3); coordinate service of same (.2).
10/11/22	Evan Swager	0.60	Correspond with M. Mertz, K&E team re invoices.
10/13/22	Ziv Ben-Shahar	4.30	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines (3.8); telephone conference with E. Swager, K&E team re same (.5).
10/13/22	Melissa Mertz	1.10	Analyze issues re K&E fee application (.7); correspond with C. Terry, K&E team re same (.4).
10/13/22	Zak Piech	0.50	Telephone conference with M. Mertz, K&E team re retention matters.
10/13/22	Evan Swager	0.50	Conference with M. Mertz, K&E team re invoices.
10/13/22	Rachel Young	1.20	Telephone conference with M. Mertz, K&E team re invoice review (.5); review guidelines re same (.4); review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines (.3).
10/14/22	Olivia Acuna	0.50	Telephone conference with A. Smith, K&E team re invoices.
10/14/22	Ziv Ben-Shahar	5.40	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.
10/14/22	Ziv Ben-Shahar	0.70	Telephone conference with A. Smith, K&E team re compliance procedures according to U.S. Trustee guidelines.
10/14/22	Nikki Gavey	0.60	Telephone conference with A. Smith, K&E team re invoice review.
10/14/22	Wes Lord	0.50	Telephone conference with A. Smith, K&E team re invoice review.
10/14/22	Melissa Mertz	1.10	Telephone conference with A. Smith, K&E team re invoice review (.5); correspond with R. Young, K&E team re same, updates (.6).
10/14/22	Oliver Pare	0.60	Telephone conference with A. Smith and K&E team re invoice review (.5); analyze issues re same (.1).
10/14/22	Zak Piech	3.50	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines (3.0); telephone conference with A. Smith, K&E team re same (.5).

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 K&E Retention and Fee Matters

Invoice Number: 1050069633  
 Matter Number: 53320-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/14/22	Adrian Salmen	0.50	Conference with A. Smith, K&E team re billing practices.
10/14/22	Gelareh Sharafi	0.80	Telephone conference with A. Smith, K&E team re invoice review (.5); review invoice re same (.3).
10/14/22	Evan Swager	0.40	Telephone conference with A. Smith, K&E team re invoices.
10/14/22	Claire Terry	0.50	Telephone conference with A. Smith, K&E team re K&E invoices.
10/14/22	Rachel Young	5.10	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines (4.5); telephone conference with A. Smith, K&E team re invoices (.6).
10/14/22	Rachel Young	1.10	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.
10/15/22	Zak Piech	4.00	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.
10/16/22	Zak Piech	3.50	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.
10/17/22	Wes Lord	1.30	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.
10/17/22	Oliver Pare	6.10	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.
10/17/22	Adrian Salmen	4.40	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.
10/17/22	Gelareh Sharafi	3.50	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.
10/18/22	Olivia Acuna	2.40	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.
10/18/22	Melissa Mertz	1.60	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.
10/18/22	Oliver Pare	1.20	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 K&E Retention and Fee Matters

Invoice Number: 1050069633  
 Matter Number: 53320-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/18/22	Claire Terry	1.90	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.
10/19/22	Melissa Mertz	2.10	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.
10/20/22	Melissa Mertz	5.40	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.
10/21/22	Melissa Mertz	6.40	Revise, revise K&E invoice for confidentiality, privilege, compliance with U.S. Trustee guidelines (6.0); correspond with M. Vera re same (.2); telephone conference with E. Swager re same (.2).
10/23/22	Melissa Mertz	3.30	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.
10/25/22	Olivia Acuna	4.20	Correspond with E. Swager re K&E August bill (.3); review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines (3.9).
10/25/22	Nicholas Adzima	2.20	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.
10/25/22	Melissa Mertz	5.10	Correspond with A. Smith, K&E team re invoice issues, updates (.2); review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines (4.7); telephone conference with E. Swager re same (.2).
10/25/22	Oliver Pare	3.10	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.
10/25/22	Claire Terry	1.00	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.
10/25/22	Lydia Yale	0.50	Draft August monthly fee statement.
10/26/22	Nikki Gavey	5.60	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.
10/26/22	Evan Swager	3.50	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069633

Voyager Digital Ltd.

Matter Number:

53320-19

K&amp;E Retention and Fee Matters

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/26/22	Claire Terry	0.80	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.
10/27/22	Evan Swager	1.20	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.
10/28/22	Evan Swager	7.80	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.
10/30/22	Allyson B. Smith	6.10	Review, revise K&E bill for privilege, confidentiality issues, compliance with U.S. Trustee guidelines.
10/31/22	Susan D. Golden	0.30	Correspond with W. Lord re filing of first interim fee application.
<b>Total</b>		<b>137.10</b>	



**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

December 2, 2022

Voyager Digital Ltd.  
33 Irving Place, Suite 3060  
New York, NY 10003

Attn: David Brosgol

**Invoice Number: 1050069634**

**Client Matter: 53320-20**

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**In the Matter of Non-K&E Retention and Fee Matters**

For legal services rendered through October 31, 2022  
(see attached Description of Legal Services for detail)

\$ 36,788.50

Total legal services rendered

\$ 36,788.50

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069634

Voyager Digital Ltd.

Matter Number:

53320-20

Non-K&E Retention and Fee Matters

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**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Olivia Acuna	1.30	910.00	1,183.00
Nikki Gavey	4.30	1,035.00	4,450.50
Susan D. Golden	4.40	1,315.00	5,786.00
Jacqueline Hahn	0.40	295.00	118.00
Oliver Pare	3.70	910.00	3,367.00
Laura Saal	6.20	480.00	2,976.00
Adrian Salmen	18.90	795.00	15,025.50
Gelareh Sharafi	3.50	660.00	2,310.00
Allyson B. Smith	0.70	1,235.00	864.50
Lydia Yale	2.40	295.00	708.00
<b>TOTALS</b>	<b>45.80</b>		<b>\$ 36,788.50</b>

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069634

Voyager Digital Ltd.

Matter Number:

53320-20

Non-K&amp;E Retention and Fee Matters

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
10/03/22	Olivia Acuna	0.20	Correspond with Moelis re supplemental declaration.
10/03/22	Nikki Gavey	0.20	Correspond with O. Pare, A. Smith re Grant Thornton Canada issues (.1); correspond with M. Goodwin re FTI inquiries to Grant Thornton, Deloitte retentions (.1).
10/04/22	Oliver Pare	1.20	Correspond with A. Smith and K&E team re Grant Thornton retention application (.4); review, revise BRG supplemental declaration (.6); correspond with M. Peguero re same (.2).
10/04/22	Gelareh Sharafi	0.50	Update, revise OCP tracker (.3); prepare declaration of disinterestedness (.1); correspond with M. Medrano re same (.1).
10/05/22	Oliver Pare	0.50	Review, revise BRG supplemental declaration (.3); correspond with M. Peguero Medrano re same (.2).
10/05/22	Laura Saal	0.50	File declaration of disinterestedness (.3); coordinate service of same (.2).
10/05/22	Gelareh Sharafi	1.00	Draft supplemental declaration re ordinary course professional (.7); correspond with A. Smith, M. Medrano re same (.3).
10/06/22	Susan D. Golden	0.40	Review BRG third supplemental declaration in support of its retention (.3); correspond with O. Pare re same (.1).
10/06/22	Oliver Pare	0.90	Review, revise BRG supplemental declaration (.4); correspond with S. Golden, K&E team re same (.5).
10/06/22	Adrian Salmen	0.90	Revise Deloitte retention order.
10/07/22	Nikki Gavey	0.10	Correspond with A. Salmen re revised Deloitte retention order.
10/09/22	Nikki Gavey	0.40	Review, revise Marcum retention order.
10/10/22	Nikki Gavey	0.80	Correspond with S. Golden, K&E team, M&G team re Marcum retention (.5); revise declaration, order re same (.3).

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.

Invoice Number: 1050069634  
 Matter Number: 53320-20

Non-K&E Retention and Fee Matters

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/10/22	Susan D. Golden	1.90	Review and revise Marcum supplemental declaration per A. Gottesman comments (.4); correspond with N. Sauer re same (.2); correspond with J. Weiss re Moelis supplemental declaration (.2); correspond with R. Morrissey re same (.1); review, analyze BRG fee statement (1.0).
10/10/22	Adrian Salmen	2.90	Revise Deloitte retention application orders.
10/11/22	Nikki Gavey	1.00	Telephone conference with O. Pare re Grant Thornton retention issues (.1); office conference with A. Smith re same (.3); telephone conference with A. Smith, O. Pare, GT Canada re same (.4); correspond with U.S. Trustee re Marcum supplemental declaration (.2).
10/11/22	Oliver Pare	0.90	Correspond with N. Sauer re Grant Thornton Canada retention issues (.3); telephone conference with Grant Thornton Canada, A. Smith, N. Sauer re retention (.5); correspond with Grant Thornton Canada, A. Smith, N. Sauer re same (.1).
10/11/22	Laura Saal	0.50	File BRG July fee statement (.3); coordinate service of same (.2).
10/11/22	Adrian Salmen	2.80	Revise Deloitte tax order (1.8); revise Deloitte & Touche order (1.0).
10/11/22	Allyson B. Smith	0.70	Review, analyze GT retention application and order (.3); telephone conference with GT re same (.4).
10/12/22	Nikki Gavey	0.30	Prepare and coordinate filing of Marcum supplemental declaration, revised order.
10/12/22	Susan D. Golden	0.50	Review supplemental declaration of Day Pitney in support of its OCP retention (.4); correspond with M. Peguero-Medrano re comments to same (.1).
10/12/22	Adrian Salmen	0.60	Revise Deloitte retention order.
10/13/22	Nikki Gavey	0.10	Review, revise notice of revised Marcum retention order.
10/13/22	Susan D. Golden	0.30	Correspond with A. Smith and C. Husnick re Day Pitney supplemental declaration in support of retention.

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Non-K&E Retention and Fee Matters

Invoice Number: 1050069634  
 Matter Number: 53320-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/13/22	Laura Saal	2.00	Prepare shell of notice of revised order re Marcum retention (.8); prepare filing version of supplemental declaration (.2); file supplemental declaration in support of Marcum retention application (.3); prepare filing version of revised order (.2); file notice of revised order re Marcum retention (.3); coordinate service of same (.2).
10/14/22	Susan D. Golden	0.80	Review revised first supplemental declaration of Day Pitney (.3); correspond with M. Peguero-Medrano re same (.2); review Day Pitney engagement letter (.3).
10/14/22	Adrian Salmen	2.70	Research re retention application declaration of disinterestedness precedent (2.3); revise Deloitte tax supplemental declaration (.4).
10/17/22	Nikki Gavey	0.30	Correspond with A. Smith, K&E team re Marcum retention (.2); review, revise COC re same (.1).
10/17/22	Susan D. Golden	0.50	Correspond with M. Peguero-Medrano and A. Smith re revised Day Pitney supplemental declaration (.3); review proposed responses to U.S. Trustee question on Deloitte Tax and Deloitte & Touche retention applications (.2).
10/17/22	Laura Saal	0.50	File certificate of counsel re Marcum retention application (.3); coordinate service of same (.2).
10/17/22	Lydia Yale	0.70	Draft certificate of counsel re Marcum retention (.5); review, revise same (.2).
10/18/22	Nikki Gavey	0.80	Correspond with A. Smith, K&E team re Grant Thornton retention (.3); draft talking points re Marcum retention (.5).
10/18/22	Jacqueline Hahn	0.40	Research precedent re OCP quarterly statement (.2); draft motion re same (.2).
10/18/22	Laura Saal	1.00	File revised proposed order re Deloitte & Touche retention (.3); coordinate service of same (.2); file revised proposed order re Deloitte tax retention as tax service providers (.3); coordinate service of same (.2).

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069634

Voyager Digital Ltd.

Matter Number:

53320-20

Non-K&amp;E Retention and Fee Matters

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/18/22	Adrian Salmen	6.70	Correspond with Deloitte, A. Smith, K&E team re Deloitte retention orders (.4); revise Deloitte retention orders (1.0); correspond with A. Smith, M. Peguero re Deloitte retention orders (.2); review correspondence re supplemental declaration (.4); draft supplemental declaration re Deloitte retention (2.0); draft talking points re retention application (.9); revise talking points re retention application (1.8).
10/18/22	Gelareh Sharafi	0.80	Draft, revise OCP quarterly statement notice (.7); correspond with M. Peguero re same (.1).
10/19/22	Nikki Gavey	0.10	Review, revise Marcum retention order re hearing.
10/19/22	Adrian Salmen	1.10	Revise Deloitte & Touche supplemental declaration (.6); correspond with M. Peguero, K&E team re Deloitte orders (.3); prepare Deloitte orders for filing (.2).
10/20/22	Olivia Acuna	0.40	Redact confidential information from Moelis supplemental declaration (.1); correspond with N. Adzima, A. Smith re same (.2); correspond with L. Yale re filing Moelis supplemental declaration (.1).
10/20/22	Laura Saal	1.00	File second supplemental declaration re Moelis retention (.3); coordinate service of same (.2); file declaration of disinterestedness (.3); coordinate service of same (.2).
10/20/22	Adrian Salmen	0.20	Correspond with Deloitte re entered orders.
10/21/22	Olivia Acuna	0.60	Correspond with A. Smith re Moelis third supplemental declaration (.2); revise redactions re same (.2); correspond with N. Adzima re same (.2).
10/21/22	Nikki Gavey	0.10	Analyze issues re Marcum fee statement filing.
10/21/22	Gelareh Sharafi	0.50	Revise OCP declaration of disinterestedness (.2); correspond with M. Peguero and L. Yale re same (.3).
10/21/22	Lydia Yale	1.70	File declarations re OCP and Moelis.
10/24/22	Olivia Acuna	0.10	Correspond with N. Adzima re Moelis supplemental declaration.
10/25/22	Laura Saal	0.70	Correspond with G. Sharafi re OCP quarterly statement (.2); file same (.3); coordinate service of same (.2).

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069634

Voyager Digital Ltd.

Matter Number:

53320-20

Non-K&amp;E Retention and Fee Matters

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/25/22	Adrian Salmen	0.70	Revise Deloitte tax supplemental declaration.
10/25/22	Gelareh Sharafi	0.30	Revise, file OCP quarterly statement (.2); correspond with M. Peguero, L. Yale re same (.1).
10/26/22	Adrian Salmen	0.30	Correspond with M. Peguero, K&E team re Deloitte retention.
10/26/22	Gelareh Sharafi	0.40	Revise OCP tracker (.2); correspond with M. Peguero, OCP professionals re declaration of disinterestedness (.2).
10/27/22	Nikki Gavey	0.10	Correspond with O. Pare re Grant Thornton invoice.
10/28/22	Oliver Pare	0.20	Review, analyze correspondence re Grant Thornton fee statement (.1); telephone conference with Grant Thornton re same (.1).
<b>Total</b>		<b>45.80</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

December 2, 2022

Voyager Digital Ltd.  
33 Irving Place, Suite 3060  
New York, NY 10003

Attn: David Brosgol

**Invoice Number: 1050069635**

**Client Matter: 53320-21**

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**In the Matter of Tax Matters**

For legal services rendered through October 31, 2022  
(see attached Description of Legal Services for detail)

\$ 47,051.50

Total legal services rendered

\$ 47,051.50



Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069635

Voyager Digital Ltd.

Matter Number:

53320-21

Tax Matters

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**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Olivia Acuna	0.60	910.00	546.00
Steven M. Cantor	15.10	1,305.00	19,705.50
Meena Kandallu	3.20	695.00	2,224.00
Christine A. Okike, P.C.	3.00	1,640.00	4,920.00
Anthony Vincenzo Sexton	12.00	1,490.00	17,880.00
Allyson B. Smith	0.60	1,235.00	741.00
Evan Swager	1.00	1,035.00	1,035.00
<b>TOTALS</b>	<b>35.50</b>		<b>\$ 47,051.50</b>

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Tax Matters

Invoice Number: 1050069635  
 Matter Number: 53320-21

### **Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
10/01/22	Meena Kandallu	3.20	Research tax treatment of Ethereum Merge.
10/02/22	Olivia Acuna	0.60	Telephone conference with C. Okike, K&E team re tax disclosure.
10/02/22	Steven M. Cantor	6.30	Telephone conference with A. Sexton, K&E team re tax issues (.8); revise plan (.2); revise disclosure statement re tax updates (5.3).
10/02/22	Christine A. Okike, P.C.	1.20	Telephone conference with A. Sexton, K&E team re tax issues (.7); analyze tax implications of plan (.5).
10/02/22	Anthony Vincenzo Sexton	1.40	Telephone conference with C. Okike, K&E team re plan issues (.6); review and analyze issues re same (.8).
10/02/22	Allyson B. Smith	0.60	Telephone conference with A. Sexton, K&E team re tax analysis.
10/02/22	Evan Swager	0.60	Telephone conference with A. Sexton, K&E team re tax issues.
10/03/22	Steven M. Cantor	1.70	Revise disclosure statement re tax updates (.7); telephone conference with A. Sexton, Deloitte re tax issues (.5); telephone conference with C. Okike, S&C. K&E team re same (.5).
10/03/22	Christine A. Okike, P.C.	0.50	Telephone conference with A. Sexton, S&C and K&E team re tax implications of plan.
10/03/22	Anthony Vincenzo Sexton	2.40	Telephone conference with bidder re plan (.5); telephone conferences with S. Cantor, Deloitte re same (.5); review and analyze issues re same (.5); correspond with D. Brosgol, Company re tax return issues (.2); review and revise plan and disclosure statement (.7).
10/03/22	Evan Swager	0.40	Telephone conference with A. Smith, K&E team re tax issues.
10/04/22	Anthony Vincenzo Sexton	0.40	Review and revise plan and disclosure statement.
10/05/22	Anthony Vincenzo Sexton	0.70	Telephone conference with S. Cantor, K&E and Fasken re Canadian tax implications (.5); review and revise disclosure statement (.2).
10/06/22	Steven M. Cantor	0.70	Review plan.
10/06/22	Christine A. Okike, P.C.	0.70	Telephone conference with M. Slade, A. Sexton re tax issues.

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Tax Matters

Invoice Number: 1050069635  
 Matter Number: 53320-21

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/06/22	Anthony Vincenzo Sexton	0.60	Telephone conferences with S. Cantor, K&E team re open tax issues.
10/07/22	Steven M. Cantor	0.50	Research re distribution mechanics.
10/10/22	Steven M. Cantor	0.50	Research re distributions.
10/10/22	Anthony Vincenzo Sexton	0.60	Review and analyze issues sale objection.
10/11/22	Anthony Vincenzo Sexton	1.80	Telephone conference with S&C, C. Okike, K&E team re plan structure (.5); review and analyze issues re same (.6); correspond with Company re tax return issues (.2); research re tax issues (.5).
10/13/22	Steven M. Cantor	0.50	Telephone conference with A. Sexton, Deloitte re tax issues.
10/13/22	Anthony Vincenzo Sexton	0.80	Telephone conference with S. Cantor, Deloitte re tax issues (.5); correspond with D. Brosgol, Company re tax return preparation issues (.3).
10/14/22	Anthony Vincenzo Sexton	0.40	Correspond with D. Brosgol, Company re tax return preparation and advisor issues (.2); review and revise plan and disclosure statement (.2).
10/15/22	Steven M. Cantor	1.60	Revise disclosure statement (1.2); research tax treatment of ETH merge (.4).
10/16/22	Steven M. Cantor	0.50	Revise disclosure statement.
10/16/22	Anthony Vincenzo Sexton	0.20	Review and revise plan and disclosure statement.
10/17/22	Steven M. Cantor	0.50	Telephone conference with S&C, K&E team, C. Okike re transaction.
10/17/22	Christine A. Okike, P.C.	0.60	Telephone conference with D. Brosgol, Company, FTX, S&C and K&E team re tax implications of sale transaction.
10/17/22	Anthony Vincenzo Sexton	0.50	Telephone conference with D. Brosgol, Company, FTX, S&C and K&E team re tax implications of sale transaction.
10/18/22	Anthony Vincenzo Sexton	0.50	Review and analyze structuring issues (.3); telephone conference with S. Cantor, K&E team re deal status (.2).
10/19/22	Anthony Vincenzo Sexton	0.20	Review correspondence re UST issues re GT.
10/20/22	Anthony Vincenzo Sexton	0.20	Telephone conference with A. Smith, K&E team re deal status and related issues.
10/22/22	Steven M. Cantor	1.20	Revise Market Rebellion sale agreement.
10/23/22	Anthony Vincenzo Sexton	0.20	Review purchase agreement.

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Tax Matters

Invoice Number: 1050069635  
 Matter Number: 53320-21

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/24/22	Steven M. Cantor	0.20	Correspond with A. Sexton, Deloitte re tax issues.
10/26/22	Steven M. Cantor	0.50	Telephone conference with A. Sexton, Deloitte re tax issues (.4); correspond A. Sexton re same (.1).
10/26/22	Anthony Vincenzo Sexton	1.10	Telephone conference with S. Cantor, Deloitte re modeling and analysis (.6); review and analyze issues re same (.5).
10/27/22	Steven M. Cantor	0.40	Research re open tax issues.
<b>Total</b>		<b>35.50</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

December 2, 2022

Voyager Digital Ltd.  
33 Irving Place, Suite 3060  
New York, NY 10003

Attn: David Brosgol

**Invoice Number: 1050069636**

**Client Matter: 53320-23**

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**In the Matter of U.S. Trustee Communications & Reporting**

For legal services rendered through October 31, 2022  
(see attached Description of Legal Services for detail)

\$ 7,988.00

Total legal services rendered

\$ 7,988.00

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069636

Voyager Digital Ltd.

Matter Number:

53320-23

U.S. Trustee Communications & Reporting

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**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Erica D. Clark	4.20	1,115.00	4,683.00
Nikki Gavey	0.60	1,035.00	621.00
Susan D. Golden	0.60	1,315.00	789.00
Laura Saal	2.60	480.00	1,248.00
Allyson B. Smith	0.50	1,235.00	617.50
Lydia Yale	0.10	295.00	29.50
<b>TOTALS</b>	<b>8.60</b>		<b>\$ 7,988.00</b>

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 U.S. Trustee Communications & Reporting

Invoice Number: 1050069636  
 Matter Number: 53320-23

### Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/10/22	Erica D. Clark	0.10	Correspond with A. Smith, BRG re September MOR.
10/11/22	Erica D. Clark	0.50	Telephone conference with BRG, Company, A. Smith, K&E team re September MOR (.1); analyze issues re same (.2); telephone conference with A. Smith, K&E team, BRG re same (.2).
10/11/22	Allyson B. Smith	0.50	Telephone conferences with E. Clark, K&E team, BRG re deconsolidated MORs (.3); prepare for same (.2).
10/13/22	Erica D. Clark	0.30	Telephone conference with Company, BRG, A. Smith, K&E team re September MOR.
10/13/22	Susan D. Golden	0.60	Correspond with A. Smith and A. Gains re UST correspondence re MORs (.2); review July and August MORs (.4).
10/14/22	Nikki Gavey	0.50	Review, analyze MORs (.4); correspond with A. Smith re same (.1).
10/14/22	Lydia Yale	0.10	Research and analyze monthly operating reports.
10/17/22	Erica D. Clark	2.60	Analyze issues and coordinate filing of September MOR (2.0); correspond with A. Smith, K&E team re same (.3); telephone conference and correspond with A. Smith, BRG re same (.3).
10/17/22	Laura Saal	0.90	File monthly operating reports for each debtor (.7); coordinate service of same (.2).
10/18/22	Erica D. Clark	0.10	Correspond with A. Smith, K&E team and BRG re filed September MOR.
10/24/22	Erica D. Clark	0.60	Telephone conference and correspond with BRG, A. Smith, K&E team, court clerk re MOR filing.
10/24/22	Nikki Gavey	0.10	Correspond with A. Smith, BRG re quarterly fee invoice.
10/24/22	Laura Saal	1.70	File July and August monthly operating reports for each of Debtors (1.1); coordinate service of same (.3); correspond with E. Clark re same (.3).
<b>Total</b>		<b>8.60</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

December 2, 2022

Voyager Digital Ltd.  
33 Irving Place, Suite 3060  
New York, NY 10003

Attn: David Brosgol

**Invoice Number: 1050069637**

**Client Matter: 53320-24**

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**In the Matter of Expenses**

For expenses incurred through October 31, 2022  
(see attached Description of Expenses for detail)

\$ 55,867.37

Total expenses incurred

\$ 55,867.37



Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Expenses

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Invoice Number: 1050069637  
 Matter Number: 53320-24

**Description of Expenses**

<b><u>Description</u></b>	<b><u>Amount</u></b>
Third Party Telephone Charges	299.98
Standard Copies or Prints	184.80
Color Copies or Prints	551.10
Court Reporter Fee/Deposition	190.00
Other Court Costs and Fees	45,468.59
Professional Fees	4,715.00
Investigators	1,500.00
Other Trial Expenses	296.45
Outside Retrieval Service	943.80
Computer Database Research	1,141.60
Overtime Transportation	364.46
Overtime Meals - Attorney	140.00
Overnight Delivery - Hard	71.59
<b>Total</b>	<b>\$ 55,867.37</b>

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069637

Voyager Digital Ltd.

Matter Number:

53320-24

Expenses

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**Description of Expenses****Third Party Telephone Charges**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
10/11/22	Morgan Willis - Morgan Willis, Teleconference, Telephonic appearance for Y. French - paid by M. Willis 10/11/2022	70.00
10/19/22	Christine A. Okike, P.C. - Christine A. Okike, Teleconference, Telephonic Hearing. Court Solutions. Fees. 10/19/2022	70.00
10/19/22	Julia R. Foster - Julia R. Foster, Teleconference, Telephonic appearance for M. Slade on 10/19/22 - paid by J. Foster 10/19/2022	70.00
10/19/22	Julia R. Foster - Julia R. Foster, Teleconference, Telephonic appearance for S. Golden on 10/19/22 - paid by J. Foster 10/19/2022	70.00
10/29/22	Olivia Acuna - Olivia Acuna, Internet, In flight wifi. 10/29/2022	19.98
	<b>Total</b>	<b>299.98</b>

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Expenses

Invoice Number: 1050069637  
 Matter Number: 53320-24

### **Standard Copies or Prints**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
10/03/22	Standard Copies or Prints	0.30
10/03/22	Standard Copies or Prints	1.60
10/04/22	Standard Copies or Prints	1.10
10/04/22	Standard Copies or Prints	1.40
10/04/22	Standard Copies or Prints	0.10
10/04/22	Standard Copies or Prints	0.50
10/05/22	Standard Copies or Prints	1.60
10/06/22	Standard Copies or Prints	1.40
10/06/22	Standard Copies or Prints	7.50
10/06/22	Standard Copies or Prints	1.90
10/10/22	Standard Copies or Prints	2.20
10/10/22	Standard Copies or Prints	1.20
10/11/22	Standard Copies or Prints	1.30
10/11/22	Standard Copies or Prints	0.10
10/11/22	Standard Copies or Prints	1.30
10/12/22	Standard Copies or Prints	18.80
10/12/22	Standard Copies or Prints	2.90
10/13/22	Standard Copies or Prints	0.30
10/13/22	Standard Copies or Prints	6.10
10/14/22	Standard Copies or Prints	4.60
10/14/22	Standard Copies or Prints	2.90
10/14/22	Standard Copies or Prints	4.30
10/14/22	Standard Copies or Prints	0.30
10/15/22	Standard Copies or Prints	0.10
10/15/22	Standard Copies or Prints	0.20
10/18/22	Standard Copies or Prints	1.20
10/18/22	Standard Copies or Prints	2.70
10/19/22	Standard Copies or Prints	36.90
10/19/22	Standard Copies or Prints	25.20
10/19/22	Standard Copies or Prints	3.30
10/20/22	Standard Copies or Prints	4.10
10/21/22	Standard Copies or Prints	1.60
10/25/22	Standard Copies or Prints	3.20
10/26/22	Standard Copies or Prints	4.90

Legal Services for the Period Ending October 31, 2022  
Voyager Digital Ltd.

Invoice Number: 1050069637  
Matter Number: 53320-24

Expenses

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10/26/22	Standard Copies or Prints	4.30
10/26/22	Standard Copies or Prints	10.80
10/26/22	Standard Copies or Prints	3.60
10/26/22	Standard Copies or Prints	0.20
10/27/22	Standard Copies or Prints	1.50
10/27/22	Standard Copies or Prints	4.50
10/27/22	Standard Copies or Prints	2.30
10/28/22	Standard Copies or Prints	8.40
10/29/22	Standard Copies or Prints	0.50
10/31/22	Standard Copies or Prints	1.60
	<b>Total</b>	<b>184.80</b>

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Expenses

Invoice Number: 1050069637  
 Matter Number: 53320-24

**Color Copies or Prints**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
10/03/22	Color Copies or Prints	48.95
10/04/22	Color Copies or Prints	2.20
10/06/22	Color Copies or Prints	11.55
10/12/22	Color Copies or Prints	0.55
10/12/22	Color Copies or Prints	100.65
10/14/22	Color Copies or Prints	81.95
10/14/22	Color Copies or Prints	2.75
10/14/22	Color Copies or Prints	0.55
10/19/22	Color Copies or Prints	186.45
10/19/22	Color Copies or Prints	61.05
10/25/22	Color Copies or Prints	3.85
10/26/22	Color Copies or Prints	1.10
10/26/22	Color Copies or Prints	4.95
10/27/22	Color Copies or Prints	34.10
10/29/22	Color Copies or Prints	10.45
	<b>Total</b>	<b>551.10</b>

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069637

Voyager Digital Ltd.

Matter Number:

53320-24

Expenses

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**Court Reporter Fee/Deposition**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
10/19/22	MAGNA LEGAL SERVICES LLC - Video deposition of Shingo Lavine.	190.00
	<b>Total</b>	<b>190.00</b>

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Expenses

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Invoice Number: 1050069637  
 Matter Number: 53320-24

**Other Court Costs and Fees**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
10/05/22	MAGNA LEGAL SERVICES LLC - Court Reporter Fee	62.50
10/28/22	Miller Advertising Agency Inc - Miller Advertising - New York Times (Business) and Financial Times (Legals)	45,406.09
	<b>Total</b>	<b>45,468.59</b>

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Expenses

Invoice Number: 1050069637  
 Matter Number: 53320-24

**Professional Fees**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
10/03/22	MAGNA LEGAL SERVICES LLC - Shingo Lavine Cancellation after arrival	175.00
10/03/22	MAGNA LEGAL SERVICES LLC - Adam Lavine Cancellation after arrival	150.00
10/05/22	MAGNA LEGAL SERVICES LLC - Meeting/auction Attendance fee	1,400.00
10/05/22	MAGNA LEGAL SERVICES LLC - Meeting/auction Attendance fee	1,400.00
10/05/22	MAGNA LEGAL SERVICES LLC - Meeting/auction Attendance fee	1,400.00
10/28/22	MAGNA LEGAL SERVICES LLC - Video deposition of Adam Lavine. Video cancellation.	190.00
	<b>Total</b>	<b>4,715.00</b>



Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069637

Voyager Digital Ltd.

Matter Number:

53320-24

Expenses

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**Investigators**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
10/25/22	QUEST CONSULTANTS INTERNATIONAL LTD - Invoice #6616	1,500.00
	<b>Total</b>	<b>1,500.00</b>

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069637

Voyager Digital Ltd.

Matter Number:

53320-24

Expenses

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**Other Trial Expenses**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
10/04/22	VERITEXT - Audio transcription	296.45
	<b>Total</b>	<b>296.45</b>

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069637

Voyager Digital Ltd.

Matter Number:

53320-24

Expenses

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**Outside Retrieval Service**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
10/24/22	VERITEXT - transcription	943.80
	<b>Total</b>	<b>943.80</b>

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Expenses

Invoice Number: 1050069637  
 Matter Number: 53320-24

**Computer Database Research**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
10/11/22	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 09/2022 by Brenda Burton	5.00
10/11/22	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 09/2022 by Lindsay Wasserman	63.00
10/11/22	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 09/2022 by Gelareh Sharafi	61.00
10/11/22	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 09/2022 by Oliver Pare	560.00
10/11/22	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 09/2022 by Jacqueline Hahn	48.00
10/11/22	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 09/2022 by Laura Saal	206.00
10/11/22	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 09/2022 by Melissa Mertz	69.00
10/11/22	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 09/2022 by Morgan Willis	49.00
10/11/22	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 09/2022 by Lydia Yale	80.00
10/15/22	BMO DINERS CLUB - New Jersey Secretary of State records.	0.60
	<b>Total</b>	<b>1,141.60</b>

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Expenses

Invoice Number: 1050069637  
 Matter Number: 53320-24

### **Overtime Transportation**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
10/04/22	Melissa Mertz - Melissa Mertz, Taxi, OT car transfer from office to home. 10/04/2022	45.99
10/05/22	Evan Swager - Evan Swager, Taxi, Transportation home on 10/4. 10/05/2022	18.87
10/06/22	Melissa Mertz - Melissa Mertz, Taxi, OT car transfer from office to home. 10/06/2022	57.73
10/07/22	Evan Swager - Evan Swager, Taxi, Transportation home on 10/6. 10/07/2022	17.82
10/11/22	Melissa Mertz - Melissa Mertz, Taxi, OT car transfer from office to home. 10/11/2022	46.73
10/19/22	Melissa Mertz - Melissa Mertz, Taxi, OT car transfer from office to home. 10/19/2022	40.88
10/19/22	Melissa Mertz - Melissa Mertz, Taxi, OT car transfer from office to home. 10/19/2022	53.99
10/20/22	Melissa Mertz - Melissa Mertz, Taxi, OT car transfer from office to home. 10/20/2022	56.99
10/26/22	Olivia Acuna - Olivia Acuna, Taxi, OT car transfer. 10/26/2022	9.36
10/27/22	Olivia Acuna - Olivia Acuna, Taxi, OT car transfer from office. 10/27/2022	16.10
	<b>Total</b>	<b>364.46</b>

Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069637

Voyager Digital Ltd.

Matter Number:

53320-24

Expenses

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**Overtime Meals - Attorney**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
10/02/22	GRUBHUB HOLDINGS INC - Mertz Melissa 9/29/2022 OT Meal	20.00
10/04/22	Olivia Acuna - Olivia Acuna, Overtime Meals - Attorney, New York, NY OT meal. Olivia Acuna 10/04/2022	20.00
10/11/22	Olivia Acuna - Olivia Acuna, Overtime Meals - Attorney, New York, NY OT meal. Olivia Acuna 10/11/2022	20.00
10/13/22	Olivia Acuna - Olivia Acuna, Overtime Meals - Attorney, New York, NY OT meal. Olivia Acuna 10/13/2022	20.00
10/16/22	Wes Lord - Wes Lord, Overtime Meals - Attorney, New York, New York OT meal expense. Wes Lord 10/16/2022	20.00
10/18/22	Olivia Acuna - Olivia Acuna, Overtime Meals - Attorney, New York, NY OT meal. Olivia Acuna 10/18/2022	20.00
10/25/22	Olivia Acuna - Olivia Acuna, Overtime Meals - Attorney, New York, NY OT meal. Olivia Acuna 10/25/2022	20.00
	<b>Total</b>	<b>140.00</b>

Legal Services for the Period Ending October 31, 2022  
Voyager Digital Ltd.  
Expenses

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Invoice Number: 1050069637  
Matter Number: 53320-24

**Overnight Delivery - Hard**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
10/03/22	FEDERAL EXPRESS - 770021737445	23.89
10/17/22	FEDERAL EXPRESS - 770150826726	15.90
10/17/22	FEDERAL EXPRESS - 770150829699	15.90
10/17/22	FEDERAL EXPRESS - 770150822797	15.90
	<b>Total</b>	<b>71.59</b>
<b>TOTAL EXPENSES</b>		<b>\$ 55,867.37</b>

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

December 2, 2022

Voyager Digital Ltd.  
33 Irving Place, Suite 3060  
New York, NY 10003

Attn: David Brosgol

**Invoice Number: 1050069638**

**Client Matter: 53320-25**

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**In the Matter of Regulatory**

For legal services rendered through October 31, 2022  
(see attached Description of Legal Services for detail)

\$ 19,437.00

Total legal services rendered

\$ 19,437.00



Legal Services for the Period Ending October 31, 2022

Invoice Number:

1050069638

Voyager Digital Ltd.

Matter Number:

53320-25

Regulatory

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Megan Bowsher	0.30	365.00	109.50
Meghan E. Guzaitis	3.20	480.00	1,536.00
Luci Hague	1.80	1,235.00	2,223.00
Abbie Holtzman	0.50	265.00	132.50
Erika Krum	1.10	910.00	1,001.00
Mario Mancuso, P.C.	1.30	1,830.00	2,379.00
Christine A. Okike, P.C.	4.90	1,640.00	8,036.00
Michael B. Slade	0.80	1,645.00	1,316.00
Allyson B. Smith	1.20	1,235.00	1,482.00
Josh Sussberg, P.C.	0.10	1,845.00	184.50
Lydia Yale	1.50	295.00	442.50
Kent Zee	1.40	425.00	595.00
<b>TOTALS</b>	<b>18.10</b>		<b>\$ 19,437.00</b>

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Regulatory

Invoice Number: 1050069638  
 Matter Number: 53320-25

### **Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
10/04/22	Luci Hague	0.30	Correspond with M. Mancuso re CFIUS analysis.
10/04/22	Mario Mancuso, P.C.	0.50	Analyze CFIUS (.3); correspond with L. Hague re same (.2).
10/04/22	Christine A. Okike, P.C.	0.20	Review responses to MTRA questions.
10/05/22	Allyson B. Smith	0.20	Telephone conference with C. Okike, PH team re regulatory matters.
10/06/22	Luci Hague	0.30	Correspond with M. Mancuso re CFIUS assessment and follow-up.
10/06/22	Mario Mancuso, P.C.	0.20	Correspond with L. Hague re CFIUS issues.
10/07/22	Meghan E. Guzaitis	2.40	Compile documents for attorney review in fact development (1.1); quality control productions (.6); produce documents re same (.7).
10/07/22	Christine A. Okike, P.C.	0.50	Telephone conference with M. Murphy, L.K. Greenbacker re regulatory issues.
10/07/22	Kent Zee	1.40	Review and analyze final productions set (1.3); correspond with M. Guzaitis re same (.1).
10/09/22	Luci Hague	0.30	Correspond with C. Okike re CFIUS.
10/10/22	Megan Bowsher	0.30	Review, analyze Company production to SEC (.2); review, revise production tracker (.1).
10/10/22	Michael B. Slade	0.50	Telephone conference with Paul Hastings re state regulatory matters.
10/11/22	Luci Hague	0.30	Correspond with M. Mancuso, K&E team re CFIUS issues.
10/12/22	Abbie Holtzman	0.20	Prepare case materials.
10/12/22	Christine A. Okike, P.C.	1.10	Telephone conference with Paul Hastings team re regulatory issues (.5); telephone conference with Texas regulators, Paul Hastings, A. Smith and K&E teams re regulatory issues (.6).
10/13/22	Luci Hague	0.30	Correspond with C. Okike and M. Mancuso re CFIUS telephone conference.
10/13/22	Erika Krum	0.20	Correspond with C. Okike, K&E team re CFIUS analysis.
10/13/22	Mario Mancuso, P.C.	0.30	Correspond with L. Hague re CFIUS issues.

Legal Services for the Period Ending October 31, 2022  
 Voyager Digital Ltd.  
 Regulatory

Invoice Number: 1050069638  
 Matter Number: 53320-25

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/13/22	Christine A. Okike, P.C.	0.20	Telephone conference with D. Brosgol re regulatory issues.
10/14/22	Erika Krum	0.90	Prepare for CFIUS analysis discussion (.3); telephone conference with C. Okike, K&E team re same (.4); correspond with C. Okike, K&E team re same (.2).
10/15/22	Josh Sussberg, P.C.	0.10	Correspond with C. Okike, K&E team re Texas regulators.
10/17/22	Meghan E. Guzaitis	0.80	Prepare documents for production (.5); compile production documents for attorney review (.3).
10/18/22	Luci Hague	0.30	Correspond with Wilmer Hale team re CFIUS Q&A and responses.
10/18/22	Mario Mancuso, P.C.	0.30	Analyze CFIUS issues.
10/23/22	Christine A. Okike, P.C.	0.70	Review response to Texas Department of Banking information requests.
10/24/22	Christine A. Okike, P.C.	0.10	Review response to Texas regulators re security protocols.
10/25/22	Abbie Holtzman	0.30	Organize and compile attorney work product.
10/26/22	Christine A. Okike, P.C.	0.50	Telephone conference with Paul Hastings and A. Smith, K&E team re regulatory issues update.
10/26/22	Michael B. Slade	0.30	Correspond with R. Howell, K&E team re regulatory issues.
10/26/22	Allyson B. Smith	0.40	Telephone conference with Paul Hastings and C. Okike, K&E team re regulatory issues update.
10/27/22	Christine A. Okike, P.C.	0.80	Telephone conference with A. Smith, Paul Hastings team re regulatory issues (.5); correspond with same re same (.3).
10/27/22	Allyson B. Smith	0.60	Telephone conference with PH re MTRA.
10/28/22	Christine A. Okike, P.C.	0.80	Review SEC stipulation (.2); review FDIC response letter (.6).
10/31/22	Lydia Yale	1.50	Draft SEC stipulation notice.
<b>Total</b>		<b>18.10</b>	